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To: Division of Corporations
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Attn; Cristina

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

FLORIDA PROFIT CORPORATION OR P.A.

ALF HOLDINGS, INC.

Certificate of Status	0
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ARTICLES OF INCORPORATION

OF

ALF HOLDINGS, INC.

**ARTICLE I
NAME**

The name of the corporation is **ALF HOLDINGS, INC.** (hereinafter referred to as the "Corporation").

**ARTICLE II
PRINCIPAL OFFICE**

The principal office of the Corporation is 11190 Biscayne Boulevard, Miami, Florida 33181, or in any other city in the State of Florida designated by the Board of Directors from time to time.

**ARTICLE III
REGISTERED AGENT**

The name of the Corporation's registered agent in the State of Florida is B & C Corporate Services, Inc., 201 South Biscayne Boulevard, Suite 3000, Miami, Florida 33131.

**ARTICLE IV
INCORPORATOR**

The name and address of the Incorporator of the Corporation is: Robin E. Carney, Esq., 201 South Biscayne Boulevard, Suite 3000, Miami, Florida 33131.

**ARTICLE V
PURPOSE**

The purpose of the Corporation is to engage in any lawful act or activity for which corporations may be organized under the laws of the State of Florida, and the Corporation shall have all of the powers conferred upon corporations organized under the laws of the State of Florida to carry out such purpose.

**ARTICLE VI
TERM**

The Corporation shall have perpetual existence.

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**ARTICLE VII
CAPITAL STOCK**

The Corporation is authorized to issue 500 shares of common stock, par value \$.01 per share.

**ARTICLE VIII
INDEMNIFICATION**

The Corporation shall indemnify any director or officer to the fullest extent permitted by Florida Law.

**ARTICLE IX
DIRECTORS**

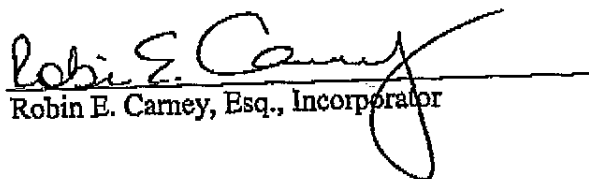
The Corporation shall have three initial directors and the number of directors may be increased or diminished from time to time as provided in the Bylaws but shall never be less than one. The name and address of the initial directors are:

Morris I. Esformes
3737 West Arthur Avenue
Lincolnwood, Illinois 60612

Philip Esformes
3737 West Arthur Avenue
Lincolnwood, Illinois 60612

Jack J. Michel, M.D.
7031 S.W. 62 Avenue
South Miami, Florida 33143

IN WITNESS WHEREOF, the undersigned Incorporator has executed these Articles of Incorporation on this ____ day of November, 2000.


Robin E. Carney, Esq., Incorporator

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**ACCEPTANCE OF APPOINTMENT
OF
REGISTERED AGENT
OF
ALF HOLDINGS, INC.**

I hereby accept the appointment as registered agent contained in the foregoing Articles of Incorporation and state that I am familiar with and accept the obligations of Section 607.0505 of the Florida Business Corporation Act.

B & C CORPORATE SERVICES, INC.,
a Florida corporation

By: 

Cristina Armas, Vice President

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TALLAHASSEE, FLORIDA

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