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STATE
TALLAHASSEE, FLORIDA

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W0332263

TRANSMITTAL LETTER

Department of State
Division of Corporations
P. O. Box 6327
Tallahassee, FL 32314

SUBJECT: CLIFFORD ^{L. COHEN} MANUEL ~~MANUEL~~ INCORPORATED
(PROPOSED CORPORATE NAME - MUST INCLUDE SUFFIX)

Enclosed are an original and one (1) copy of the articles of incorporation and a check for:

\$70.00 Filing Fee
 \$78.75 Filing Fee & Certificate of Status

<input checked="" type="checkbox"/> \$78.75 Filing Fee & Certified Copy	<input type="checkbox"/> \$87.50 Filing Fee, Certified Copy & Certificate of Status
ADDITIONAL COPY REQUIRED	

FROM: Clifford O. Urhohide
Name (Printed or typed)

3712 SW 52nd Avenue #208
Address

Pembroke Park FL. 33023
City, State & Zip

954-989-1062
Daytime Telephone number

NOTE: Please provide the original and one copy of the articles.



FLORIDA DEPARTMENT OF STATE

Glenda E. Hood
Secretary of State

November 4, 2003

CLIFFORD O. URHOGHIDE
3712 SW 52ND AVE #208
PEMBROKE PK, FL 33023

SUBJECT: CLIFFORD-MANUEL & COHEN, INCORPORATED
Ref. Number: W03000032263

We have received your document for CLIFFORD-MANUEL & COHEN, INCORPORATED and your check(s) totaling \$78.75. However, the enclosed document has not been filed and is being returned for the following correction(s):

There can only be one registered agent for the corporation. Please correct article VI and the registered agents acceptance.,

An effective date **may** be added to the Articles of Incorporation **if a 2004 date is needed**, otherwise the date of receipt will be the file date. **A separate article must be added to the Articles of Incorporation for the effective date.**

Please return the original and one copy of your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 245-6925.

Cynthia Blalock
Document Specialist
New Filings Section

Letter Number: 303A00059799

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SEMI-ANNUAL STATE
TALLAHASSEE, FLORIDA

**ARTICLE OF INCORPORATION
OF
CLIFFORD-MANUEL & COHEN, INCORPORATED**

ARTICLE 1 - NAME

The name of this corporation is **CLIFFORD, MANUEL & COHEN, INCORPORATED**.

ARTICLE II - DURATION

This Corporation shall have perpetual existence, unless sooner dissolved in accordance with the laws of the State of Florida.

ARTICLE III - PURPOSE

This corporation is organized for the purpose of transacting any and all business permitted under the laws of the United States and of the State of Florida, which include but not limited to providing paramedical, medical and nursing staffs to medical centers, hospitals and homes.

ARTICLE IV - CAPITAL STOCKS

This corporation is authorized to issue sixty (60) Shares of NO par value common stock, which shall be designated "Common Stock".

ARTICLE V - PRE-EMPTIVE RIGHTS

Every shareholder, upon the sale for cash of any new stock of this corporation of the same kind, class or series as that which he already holds, shall have the right to purchase his pro rata share thereof (as nearly as may be done without issuance of fractional shares) at the price at which it is offered to others.

ARTICLE VI - INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial registered office of this corporation is 3712 SW 52nd Avenue, # 208, Pembroke Park, Florida 33023 and the name of the initial registered agent of this corporation are Clifford O. Urhoghide
THIS IS ALSO THE PRINCIPAL OFFICE.

ARTICLE VII - INTIAL BOARD OF DIRECTORS

This corporation shall have (2) directors initially. The number of directors may be either increased or decreased from time to time according to the corporation's by-laws but shall never be less than one. The names of the initial directors of this corporation are:

Clifford Urhoghide, President

3712 SW 52nd Avenue #208
Pembroke Park, Florida 33023

Clayton Tunji, Vice President

3712 SW 52nd Avenue #208
Pembroke Park, Florida 33023

ARTICLE VIII - INDEMNIFICATION

The corporation shall indemnify any officer or director, or any former officer or director, to the full extent permitted by law.

ARTICLE IX - INCORPORATIONS

The names and addresses of the person signing these articles are:

Clifford Urhoghide

3712 SW 52nd Avenue #208
Pembroke Park, Florida 33023

Clayton Tunji

3712 SW 52nd Avenue #208
Pembroke Park, Florida 33023

ACCEPTANCE BY THE REGISTERED AGENT

I am hereby familiar with and accept the duties and responsibilities as a registered agent for said corporation.

Clifford O. Urhoghide
Registered Agent



ARTICLE X - AMENDMENT

The corporation reserves the right to amend or repeal any provisions contained in these Articles of Incorporation, or any amendment hereto, and any right conferred upon the shareholder is subject to this reservation.

IN WITNESS WHEREOF, the undersigned subscriber have executed these Articles of Incorporation this 21st day of SEPTEMBER 2003.

Clifford O. Urhoghide
Subscriber



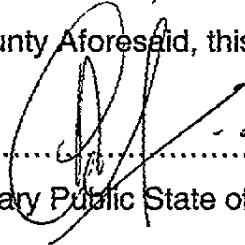
Clayton Tunji
Subscriber

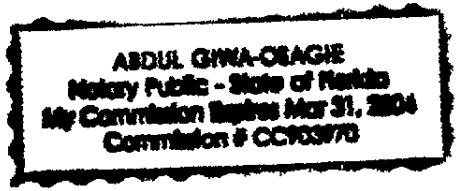


STATE OF FLORIDA)
COUNTY OF BROWARD)

STATE OF FLORIDA)
COUNTY OF BROWARD)

BEFORE ME a Notary Public authorized to take acknowledgements in the State and County set forth above, personally appeared CLIFFORD, MANUEL and COHEN know to be and know to me to persons who executed the forging Articles of Incorporation, and they acknowledge before me that they executed those Articles of Incorporation. IN WHEREOF, I have hereunto set my hand and affixed my seal in the State and County Aforesaid, this 21ST day of SEPTEMBER 2003.


.....
Notary Public State of Florida at Large



My Commission Expires MARCH 31, 2004