

Chart Number Only
PA8000258131

VALIDATION ONLY

Requestor's Name: Jeffrey Cohen
 Address: 297 Sunny Isles Blvd
North Miami Beach Rd 33160
 City State ZIP Phone

940-1985

900002575849--2
 -06/30/98--01024--015
 ***122.50 ***122.50

CORPORATION(S) NAME

A.H.C. Management Services, Inc



Empire Toll Free: 1-800-432-3028

98 JUN 30 AM 9:21
 DIVISION OF CORPORATION
 SECRETARY OF STATE
 TALLAHASSEE, FLORIDA
 98 JUN 30 AM 10:59

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**ARTICLES OF INCORPORATION
OF
A.H.C. MANAGEMENT SERVICES, INC.**

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ARTICLE I - NAME

The name of the Corporation is **A.H.C. MANAGEMENT SERVICES, INC.**

ARTICLE II - ADDRESS

The principal office, or mailing address of the Corporation is 12000 Biscayne Boulevard, Suite 678, North Miami, Florida 33181.

ARTICLE III - DURATION

This Corporation shall have perpetual existence.

ARTICLE IV - PURPOSE

The purpose of this Corporation is to engage in the transaction of any and all business permitted under the laws of the United States and of this State.

ARTICLE V - CAPITAL STOCK

The maximum number of shares of stock that this Corporation is authorized to have outstanding at any time is one thousand (1000) shares of common stock having the par value of One (\$1.00) Dollar.

ARTICLE VI - PREEMPTIVE RIGHTS

The Corporation elects to have preemptive rights in accordance with the provisions of Florida Statutes Section 607.0603, pursuant to the terms and conditions, if any, prescribed by the board of directors.

ARTICLE VII - REGISTERED OFFICE AND AGENT

The initial registered office of this Corporation is 297 Sunny Isles Blvd., N. Miami Beach, Florida 33160. The initial registered agent at such address is Jeffrey Roy Cohen.

ARTICLE VIII - DIRECTORS

The Corporation shall have one director initially, whose name and street address is as follows:

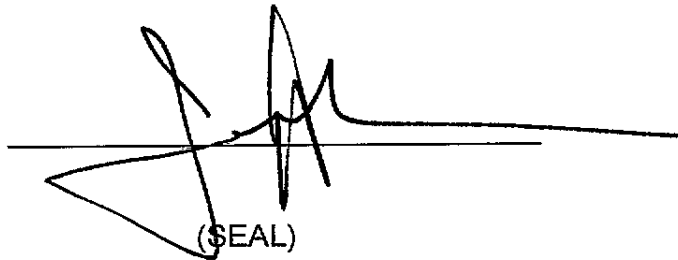
NAME	ADDRESS
Gregory Marshall	12000 Biscayne Blvd., Suite 678 N. Miami, Florida 33181

ARTICLE IX - INCORPORATOR

The name and street address of the incorporator of this Corporation is as follows:

NAME	ADDRESS
Jeffrey Roy Cohen	297 Sunny Isles Blvd. N. Miami Beach, Florida 33160

IN WITNESS WHEREOF, the undersigned incorporator has executed the foregoing Articles of Incorporation this 29th day of JUNE, 1998.


(SEAL)

STATE OF FLORIDA
COUNTY OF DADE

Before me personally appeared Jeffrey Roy Cohen, to me well known to be the person described in and who executed the foregoing Articles of Incorporation, and acknowledged before me that he executed the same for the purposes therein expressed.

Witness my hand and official seal in the County and State named this 29 day of June, 1998.



Michelle L. Skinner
My Commission CC599685
Expires November 7 2000


NOTARY PUBLIC STATE
OF FLORIDA AT LARGE


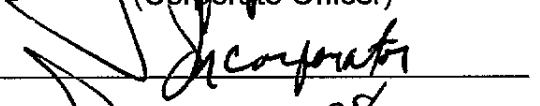
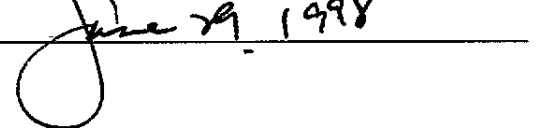
My Commission Expires:

Personally Known OR Produced Identification _____
Type of Identification Produced _____


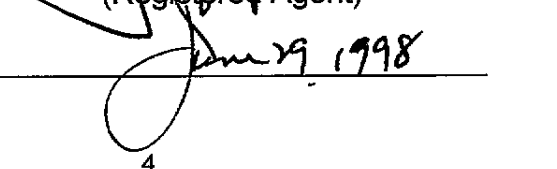
**CERTIFICATE DESIGNATING PLACE OF BUSINESS OR
DOMICILE FOR THE SERVICE OF PROCESS WITHIN FLORIDA,
NAMING AGENT UPON WHOM PROCESS MAY BE SERVED**

In compliance with Section 48.091, Florida Statutes, the following is submitted:

FIRST, that **A.H.C. MANAGEMENT SERVICES, INC.**, desiring to organize or qualify under the laws of the State of Florida, with its principal place of business at 16909 N. Bay Road, Bldg. 1, #718, Miami Beach, Florida 33160, has named Jeffrey Roy Cohen, located at 297 Sunny Isles Blvd., N. Miami Beach, Florida 33160, as its agent to accept service of process within Florida.

Signature 
(Corporate Officer)
Title 
Date  June 29, 1998

Having been named to accept service of process for the above stated corporation, at the place designated in this Certificate, I hereby agree to act in this capacity, and further agree to comply with the provisions of all statutes relative to the proper and complete performance of my duties.

Signature 
(Registered Agent)
Date  June 29, 1998

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TALLAHASSEE, FLORIDA