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FLORIDA PROFIT CORPORATION OR P.A.

RSW HEALTH MANAGEMENT, INC.

Certificate of Status	0
Certified Copy	0
Page Count	04 <i>6</i>
Estimated Charge	\$70.00

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**ARTICLES OF INCORPORATION  
OF  
RSW HEALTH MANAGEMENT, INC.**

The undersigned, a natural person competent to contract, does hereby make, subscribe and file these Articles of Incorporation for the purpose of organizing a corporation under the laws of the State of Florida.

**ARTICLE I  
CORPORATE NAME**

The name of this Corporation shall be: RSW HEALTH MANAGEMENT, INC.

**ARTICLE II  
PRINCIPAL OFFICE AND MAILING ADDRESS**

The principal office and mailing address of the Corporation is 4343 South State Road 7, Suite 108, Davie, Florida 33314.

**ARTICLE III  
NATURE OF CORPORATE BUSINESS AND POWERS**

The general nature of the business to be transacted by this Corporation shall be to engage in any and all lawful business permitted under the laws of the United States and the State of Florida.

MICHAEL L. TROP, ESQ., FLA. BAR #152869  
Atlas Pearlman, P.A.  
350 East Las Olas Boulevard, Suite 1700  
Fort Lauderdale, Florida 33301 Phone No.: (954) 763-1200

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**ARTICLE IV  
CAPITAL STOCK**

The maximum number of shares that this Corporation shall be authorized to issue and have outstanding at any one time shall be one thousand (1,000) shares of common stock, par value \$.001 per share.

**ARTICLE V  
TERM OF EXISTENCE**

This Corporation shall have perpetual existence.

**ARTICLE VI  
REGISTERED AGENT AND  
INITIAL REGISTERED OFFICE IN FLORIDA**

The street address of the initial registered office of the Corporation is 4343 South State Road 7, Suite 108, Davie, Florida 33314, and the name of its initial registered agent at such address is Jonah A. Wassermann.

**ARTICLE VII  
BOARD OF DIRECTORS**

This Corporation shall have one (1) Director initially.

**ARTICLE VIII  
INITIAL DIRECTOR**

The name and address of the initial Director of this Corporation is:

Jonah A. Wassermann  
4343 South State Road 7, Suite 108  
Davie, Florida 33314

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The person named as initial Director shall hold office for the first year of existence of this Corporation, or until his successor is elected or appointed and has qualified, whichever occurs first.

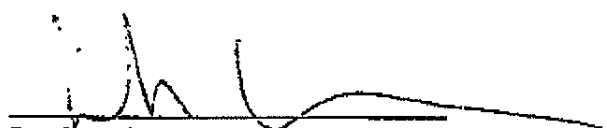
#### ARTICLE IX INCORPORATOR

The name and address of the person signing these Articles of Incorporation as the Incorporator is Jonah A. Wassermann, 4343 South State Road 7, Suite 108, Davie, Florida 33314.

#### ARTICLE X INDEMNIFICATION

This Corporation may indemnify any director, officer, employee or agent of the Corporation to the fullest extent permitted by Florida law.

IN WITNESS WHEREOF, the undersigned Incorporator has executed the foregoing Articles of Incorporation on March 6, 2001.

  
Jonah A. Wassermann, Incorporator

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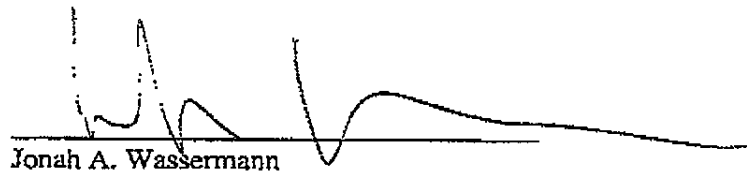
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**CERTIFICATE DESIGNATING REGISTERED AGENT  
AND OFFICE FOR SERVICE OF PROCESS**

RSW HEALTH MANAGEMENT, INC., a corporation existing under the laws of the State of Florida with its principal office and mailing address at 4343 South State Road 7, Suite 108, Davie, Florida 33314, has named Jonah A. Wassermann, 4343 South State Road 7, Suite 108, Davie, Florida 33314, as its agent to accept service of process within the State of Florida.

**ACCEPTANCE:**

Having been named to accept service of process for the above named Corporation, at the place designated in this Certificate, I hereby accept the appointment as Registered Agent, and agree to comply with all applicable provisions of law. In addition, I hereby am familiar with and accept the duties and responsibilities as Registered Agent for said Corporation.



Jonah A. Wassermann

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