



BRUCE E.
SHEMROCK, ESQ.

ATTORNEY AT LAW

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TRANSMITTAL LETTER

Florida Department of State
Division of Corporations
PO Box 6327
Tallahassee, FL 32314

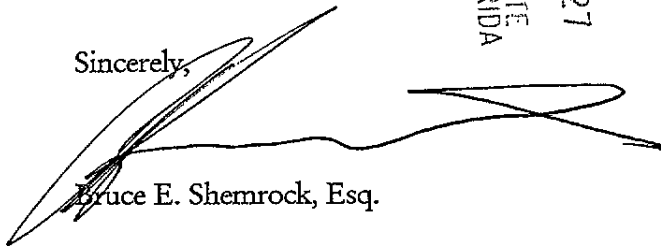
RE: CBG MEMBER HEALTH, INC.

Enclosed is an original and one (1) copy of the articles of incorporation and a check for 78.75 filing fee & certificate

FROM: Bruce E. Shemrock, Esq.
2701 W. Oakland Park Blvd, Suite 100
Ft. Lauderdale, FL 33311
954.453.3368

Please use the address below for all correspondence:

Sincerely,


Bruce E. Shemrock, Esq.

FILED
NOV 20 PM 3:27
DIV OF STATE
TALLAHASSEE, FLORIDA

2701 WEST OAKLAND PARK BLVD., SUITE 100, FORT LAUDERDALE, FLORIDA 33311
PHONE: 954.453.3368 FAX: 954.453.3193
EMAIL: bshemrock@kamtel.net

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**ARTICLES OF INCORPORATION
OF**

The undersigned incorporator, for the purpose of forming a corporation under the Florida Business Corporation Act, hereby adopts the following Articles of Incorporation.

ARTICLE I NAME

The name of the corporation shall be:

CBG MEMBER HEALTH, INC.

ARTICLE II PRINCIPAL OFFICE

The principal place of business and mailing address of this corporation shall be:

**1260 E. OAKLAND PARK BLVD
FT LAUDERDALE, FL 33334**

ARTICLE III SHARES

The number of shares of stock that this corporation is authorized to have outstanding at any one time is 1000

ARTICLE IV INITIAL REGISTERED AGENT AND STREET ADDRESS

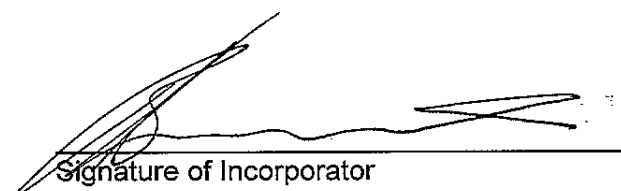
The name and Florida street address of the initial registered agent are:

Bruce E. Shemrock, Esq.
2701 W. Oakland Park Blvd, Suite 100
Ft Lauderdale, FL 33311

ARTICLE V INCORPORATOR

The name and address of the incorporator of these Articles of Incorporation are:

Bruce E. Shemrock, Esq.
2701 W. Oakland Park Blvd, Suite 100
Ft Lauderdale, FL 33311



Signature of Incorporator

January 10, 2000

Having been named as registered agent ant to accept service of process for the above stated corporation at the place designated in this certificate, I hereby accept the appointment as registered agent and agree to act in this capacity. I further agree to comply with the provisions of all statutes relating to the proper and complete performance of my duties, and am familiar with and accept the obligations of my position as registered agent.



Signature of Registered Agent

January 10, 2000

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