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00 JAN 26 AM 9:13
FILED
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

SANDRA P. GREENBLATT
BOARD CERTIFIED HEALTH LAW ATTORNEY

January 24, 2000

VIA FEDERAL EXPRESS
Division of Corporations
Florida Department of State
409 East Gaines Street
Tallahassee, FL 32399

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*****78.75 *****78.75

Re: Articles of Incorporation for Alternative Healthcare Center, Inc.

Dear Sir or Madam:

Enclosed are the original and one copy of the Articles of Incorporation and the original and one copy of the Designation and Acceptance of Registered Agent for Alternative Healthcare Center, Inc. Enclosed, as well, is our \$78.75 check for the following:

Certified Copy	\$ 8.75
Registered Agent Designation	35.00
Filing Fees	<u>35.00</u>
TOTAL	\$ 78.75

Upon your receipt and filing of the documents, please send me, at the address stated on our letterhead, a certified copy of the Articles of Incorporation.

Thank you for your cooperation.

Sincerely,


Sandra P. Greenblatt

Enclosures

ARTICLES OF INCORPORATION
OF
ALTERNATIVE HEALTHCARE CENTER, INC.

FILED
00 JAN 26 AM 9:43
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The undersigned, for the purpose of forming a corporation under the Florida General Corporation Act, hereby adopts the following articles of incorporation:

ARTICLE I

Name

The name of the Corporation is Alternative Healthcare Center, Inc.

ARTICLE II

Duration

The term of existence of the Corporation is perpetual.

ARTICLE III

Nature of Business

The nature of the business to be conducted by the Corporation is:

1. To transact any and all lawful business for which corporations may be incorporated under the Florida General Corporation Act;
2. To engage in the operation of one or more physician practices, health care facilities and related businesses; and
3. To do such other things as are incidental to the foregoing or necessary or desirable in order to accomplish the foregoing.

ARTICLE IV

Capital Stock

The aggregate number of shares which the Corporation has authority to issue is Ten Thousand (10,000), all of which shall be common stock having a par value of ONE CENT (\$.01) per share.

ARTICLE V

Preemptive Rights Granted

Each shareholder of any class of stock of this Corporation shall be entitled to full preemptive rights to purchase unissued or treasury stock of the Corporation and any securities of the Corporation convertible into or carrying a right to subscribe to or acquire shares of any such unissued or treasury stock.

ARTICLE VI

Registered Office

The street address of the initial registered office of the Corporation is:

The Medical Plaza
2601 S.W. 37th Avenue
Suite 607
Miami, FL 33133

The name of the registered agent at such address is:

Dennis Zaslow, D.O.

ARTICLE VII

Principal Office

The initial street address of the principal office of the Corporation in the State of Florida is:

The Medical Plaza
2601 S.W. 37TH Avenue
Suite 607
Miami, Florida 33133

ARTICLE VIII

Directors

The initial board of directors of the Corporation shall consist of one (1) member. Changes in the number of members comprising the board of directors shall be made by amendment to the Corporation's bylaws.

ARTICLE IX

Incorporator

The name and address of the incorporator is:

NAME

Sandra P. Greenblatt, Esq.

ADDRESS

Sandra P. Greenblatt, P.A.
3109 Stirling Road
Suite 101
Fort Lauderdale, FL 33312

ARTICLE X

Indemnification

The Corporation shall indemnify any officer or director to the full extent permitted by law.

ARTICLE XI


Reimbursement for Organizational and Certain Other Preincorporation Expenses; Adoption of Contracts

The Corporation hereby adopts all contracts made on its behalf by the hereinbefore mentioned incorporator. The Corporation further authorizes its directors to reimburse the hereinbefore mentioned incorporator for any and all expenses incurred on behalf of the Corporation, prior to its incorporation, and for any and all expenses incurred in the organization and formation of the Corporation.

ARTICLE XII
Right to Amend Articles of Incorporation

The Corporation reserves the right to amend or repeal any provision contained in these Articles of Incorporation or any amendment hereto, and any writing inferred upon the shareholders shall be subject to this reservation.

IN WITNESS WHEREOF, the undersigned has executed these Articles of Incorporation this twenty-fourth (24th) day of January, 2000.

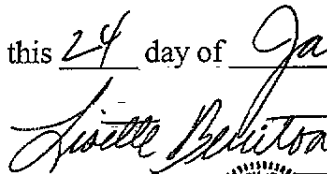

Sandra P. Greenblatt, P.A., Incorporator


STATE OF FLORIDA)
)SS
COUNTY OF BROWARD)

BEFORE ME, personally appeared Sandra P. Greenblatt, Esq., to me well known and known to me to be the person described in and who executed the foregoing instrument, and acknowledged to and before me that he/she executed said instrument for the purposes therein expressed and who produced his/her Florida Driver's License as proof of identity.

Witness my hand and official seal this 24 day of Jan., 2000, in the aforesaid County and State.

My Commission Expires: _____



Notary Public  Lisette Benitoa
Commission # CG 843601
Expires June 6, 2003
Bonded Thru
Atlantic Bonding Co., Inc.

Commission Number

Printed Name of Notary

**CERTIFICATION OF DESIGNATION
OF
REGISTERED AGENT / REGISTERED OFFICE**

FILED
00 JAN 26 AM 9:43
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

IN COMPLIANCE WITH SECTION 607.0501, FLORIDA STATUTES, THE
FOLLOWING IS SUBMITTED:

ALTERNATIVE HEALTHCARE CENTER, INC., DESIRING TO ORGANIZE OR
QUALIFY UNDER THE LAWS OF THE STATE OF FLORIDA WITH ITS
PRINCIPAL PLACE OF BUSINESS LOCATED AT THE MEDICAL PLAZA,
2601 S.W. 37TH AVENUE, SUITE 607, MIAMI FLORIDA 33133, HAS NAMED
DENNIS B. ZASLOW, D.O, LOCATED AT THE MEDICAL PLAZA, 2601 S.W.
37TH AVENUE, SUITE 607, MIAMI, FLORIDA 33133, AS ITS AGENT TO
ACCEPT SERVICE OF PROCESS.

SIGNATURE: _____

TITLE: Sandra P. Greenblatt, P.A., Incorporator

DATE: January 24, 2000

HAVING BEEN NAMED AS REGISTERED AGENT AND 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 I FURTHER
AGREE TO COMPLY WITH THE PROVISIONS OF ALL STATUTES RELATIVE TO THE
PROPER AND COMPLETE PERFORMANCE OF MY DUTIES.

SIGNATURE: _____

Dennis B. Zaslow, D.O., Registered Agent

DATE: January 24, 2000