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LAW OFFICES OF
DEAN R. HALPER, P.A.
00 JUN 14 PM 2:50

DEAN R. HALPER**
STEVEN J. TORNBERG
KENNETH KIRSCHNER*
(Of Counsel)

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

15200 Jog Road, Suite B-7
Delray Beach, Florida 33446

1870 N. State Road 7, Suite 100
Margate, Florida 33063

Florida and New York Bars**
New York Bar*

Palm Beach (561) 498-5833
Broward (954) 428-6733
Facsimile (561) 498-7044

June 13, 2000

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

SUBJECT: SOUTH FLORIDA HEALTH CENTER, INC.
(Proposed corporate name - must include suffix)

Dear Sir(s)/Madam(s):

Enclosed is an original and two (2) copies of the articles of incorporation and a check for:

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

___ \$78.75 Filing Fee & Certified Copy

X \$87.50 Filing Fee, Certified Copy, & Certificate of Status (ADDITIONAL COPY
REQUIRED)

Very truly yours,

Denise Deckelboim

DENISE DECKELBOIM
Legal Assistant to
DEAN R. HALPER, ESQ.

DRH/dd
Enclosure

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****122.50 ****78.75
87.50

Denise Deckelboim HAVE

ATTACHED TO FILE TO

COPIES RA Address - but page

DATE

DO NOT SIGN

RA 6/21/00

ARTICLES OF INCORPORATION

FILED

OF

00 JUN 14 PM 2: 50

SOUTH FLORIDA HEALTH CENTER, INC.

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The undersigned, acting as Incorporator(s) of a corporation under the Florida Business Corporation Act, adopt(s) the following Articles of Incorporation for such corporation:

ARTICLE I

NAME OF CORPORATION

The name of this corporation is:

SOUTH FLORIDA HEALTH CENTER, INC.

ARTICLE II

GENERAL PURPOSE

This corporation is organized for the purpose of engaging in any activity or business permitted under the laws of the United State of America and Florida; including transacting any and all lawful business for which corporations may be incorporated under the Florida Business Corporation Act.

ARTICLE III

DURATION

The period of its duration is perpetual.

ARTICLE IV

CAPITAL STOCK

The corporation is authorized to issue three hundred (300) shares, all of one class, at \$1.00 par value.

ARTICLE V

ADDRESS

The initial street address of the principal office of this

corporation in the State of Florida is:

15040 NE 6th Avenue
Miami, Florida 33161

ARTICLE VI

DIRECTORS

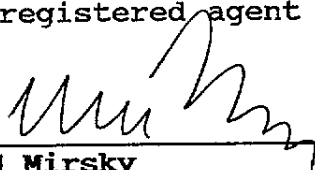
This corporation shall have three (3) director(s) initially. The number of director(s) may be either increased or decreased from time to time by an amendment of the Bylaws of the corporation in the manner provided by law, but shall never be less than three (3). The names and addresses of the initial directors of this corporation are:

NAME	ADDRESS
Robert Russell	3801 South Ocean Drive, #4G Hollywood, Florida 33019
Phyllis Braun	6668 NW 26th Way Boca Raton, Florida 33496
Edilia Honore	200 SW 9th Court Pompano Beach, Florida 33060

ARTICLE VII

REGISTERED AGENT

The name and address of the initial registered agent of the corporation is:



Richard Mirsky
Attorney at Law
2525 SW 3rd Avenue, Suite 412
Miami, Florida 33129

ARTICLE VIII

INCORPORATOR(S)

The names and addresses of the incorporators signing these

Articles of Incorporation are:

NAME	ADDRESS
Robert Russell	3801 South Ocean Drive, #4G Hollywood, Florida 33019

ARTICLE IX

AMENDMENT OF ARTICLES

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

ARTICLE X

DATE CORPORATION COMMENCES

The date when corporate existence for this corporation shall commence is the date of the filing of these Articles.

IN WITNESS WHEREOF, the undersigned incorporators have executed these Articles of Incorporation this ____ day of June, 2000.


ROBERT RUSSELL

STATE OF FLORIDA
COUNTY OF DADE

The foregoing instrument was acknowledged before me this 13th day of June, 2000, by Robert Russell, Incorporator, who is personally known to me or who produced _____ as identification.

13th IN WITNESS WHEREOF, I have hereunto set my hand and seal this day of June, 2000.



Denise A. Deckelboim
Commission # CG910541
Expires March 17, 2004
Bonded Thru
Atlantic Bonding Co., Inc.

My Commission expires:


NOTARY PUBLIC
STATE OF FLORIDA
(seal)

CERTIFICATE DESIGNATING AGENT UPON WHOM PROCESS MAY BE FILED
SERVED AND THE PLACE OF BUSINESS OR DOMICILE FOR THE
SERVICE OF PROCESS WITHIN THE STATE OF FLORIDA

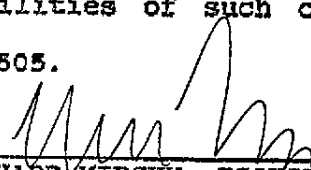
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Pursuant to Chapters 48.091 and 607.0501, FLORIDA STATUTES
the following is submitted: SECRETARY OF STATE
TALLAHASSEE, FLORIDA

SOUTH FLORIDA HEALTH CENTER, INC. desiring to organize under
the laws of the State of Florida with its initialed principal
office as indicated in the Articles of Incorporation, at 15040 SE
6th Avenue, Miami, Dade County, Florida 33161, has named RICHARD
MIRSKY, ESQUIRE as its registered agent to accept service of
process within this state.

ACKNOWLEDGEMENT AND ACCEPTANCE:

Having been named as Registered Agent for the above
corporation for the purpose of accepting service of process
at the registered office designated in this certificate, I hereby
accept such appointment and acknowledge that I am familiar with and
accept the obligations and responsibilities of such office as
provided for in Florida Statutes 607.0505.


RICHARD MIRSKY, ESQUIRE
2525 SW 3rd Avenue, Suite 412
Miami, Florida 33129

SWORN TO before me this 13th day of June, 2000.


NOTARY PUBLIC
STATE OF FLORIDA

My Commission expires:

(seal)



Denise A. Deckerboim
Commission # CG 910541
Expires March 17, 2004
Bonded Thru
Atlantic Bonding Co., Inc.