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OF COUNSEL

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September 22, 2000

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*****70.00 *****70.00

SECRETARY OF STATE
Attn: DIVISION OF CORPORATIONS
P.O. Box 6327
Tallahassee, Florida 32314

Re: "A" HEALTH CARE CORPORATION

FILED
00 SEP 25 PM 1:19
DIVISION OF STATE
TALLAHASSEE, FLORIDA

Ladies and Gentlemen:

I am enclosing herewith proposed Articles of Incorporation for the corporation above-named. I further enclose my trust account check in the sum of \$70.00 to cover the filing fee.

I trust that you find the documentation in order.

Thank you so much for your usual very kind attention and cooperation.

Sincerely yours,


SIDNEY M. BODZIN

SMB:rmd
Enclosures (2)

FILED
00 SEP 25 PM 4:19
CLERK OF STATE
TALLAHASSEE, FLORIDA

ARTICLES OF INCORPORATION
OF

"A" HEALTH CARE CORPORATION

THIS IS TO CERTIFY that I, the undersigned, for the purpose of forming a corporation under the provisions of Florida Statutes 1999, Chapter 607, and statutes amendatory thereof and supplementary thereto, do hereby make, subscribe, acknowledge and file these Articles of Incorporation, and I do certify that:

1. The name of the corporation is:

"A" HEALTH CARE CORPORATION

2. The major purpose of the corporation will be to engage in the business of operating health care facilities and services. In addition, the general nature of the business transacted shall be:

To engage in any one or more of the businesses and to exercise any or all the powers authorized and permitted by the said Statutes to corporations formed thereunder.

Further, and not by way of limitation of the preceding paragraph, to enter into and perform contracts of every kind and nature; to act as agent and representative of other persons and corporations; to own, buy, sell, mortgage or lease real and personal property of every kind and nature and wheresoever situate.

3. The amount of capital stock authorized shall be FIVE THOUSAND (5,000) shares of Common Stock at a par value of ONE (\$1.00) DOLLAR per share.

4. The corporation shall commence business with not less than FIVE HUNDRED and NO/100 (\$500.00) DOLLARS in cash.

5. The corporation shall have perpetual existence.

6. The post office address of the principal office of the corporation shall be:

c/o SIDNEY M. BODZIN, ESQUIRE
1031 Ives Dairy Road, Suite 228
Miami, Florida 33179

7. There shall be one (1) director initially. The number of directors may be changed at the behest of the director then in power.

8. The name and post office address of the member of the first Board of Directors, and the Officer, who, subject to the By-Laws of this corporation, shall hold office for the first year of existence of this corporation or until her successors are elected or appointed and have qualified, are:

DEBRA FLINN

1708 Northeast 4th Street
Boynton Beach, FL 33435

President, Treasurer
and Director

9. The name and post office address of the subscriber to these Articles of Incorporation, and a statement of the number


of shares of stock which she agrees to take and the value of the consideration therefor, are as follows:

<u>NAME</u>	<u>ADDRESS</u>	<u>SHARES</u>	<u>AMOUNT</u>
DEBRA FLINN	1708 Northeast 4th Street Boynton Beach, FL 33435	500	\$500.00

10. The corporation designates as its registered office the office of BODZIN & BODZIN, Attorneys at Law, Suite 228, 1031 Ives Dairy Road, Miami, Florida 33179 and SIDNEY M. BODZIN as its registered agent, and he does hereby accept to act in this capacity, and agrees to comply with the provisions of the Statute relative to keeping open said office at the above address.

11. The private property of the stockholders, officers and directors shall not be subject to the payment of the obligations of the corporation to any extent.

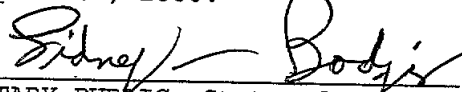
IN WITNESS WHEREOF, I have hereunto set my hand and seal at Miami, Florida, this 22nd day of September, 2000.

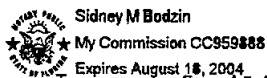

DEBRA FLINN [SEAL]
Incorporator/Subscriber

STATE OF FLORIDA]
COUNTY OF MIAMI-DADE] : ss.

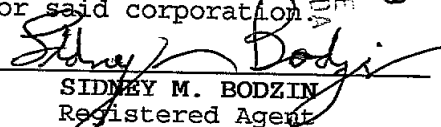
ON THIS DAY, before me, an officer duly authorized to administer oaths and take acknowledgments, personally appeared DEBRA FLINN, to me personally known or who produced _____ as identification, to be the person described as subscriber in, and who executed the foregoing Articles of Incorporation, and, after taking an oath, acknowledged before me that she subscribed to said Articles of Incorporation.

SWORN TO AND SUBSCRIBED before me the 22nd day of September, 2000.


NOTARY PUBLIC, State of Florida
at Large
My Commission Expires:



I am familiar with and accept the duties and responsibilities as registered agent for said corporation.


SIDNEY M. BODZIN
Registered Agent

FILED
00 SEP 25 PM 4:19
NOTARY PUBLIC
STATE OF FLORIDA
MIAMI-DADE COUNTY