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COVER LETTER

FILED

00 DEC -6 AM 10: 14

FROM:  
Mark Amerman, Inc.  
394 SE Husted Ter.  
Port St. Lucie, FL 34983

SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

300003489083--7  
-12/06/00--01039--004  
\*\*\*\*\*70.00 \*\*\*\*\*70.00

DEAR CORPORATIONS DIVISION:

Please find enclosed for the above named corporation:

1. Articles of Incorporation.
2. Certificate of Designation of Registered Agent
3. A check or money order in the amount of \$ 70.00 for filing fees.

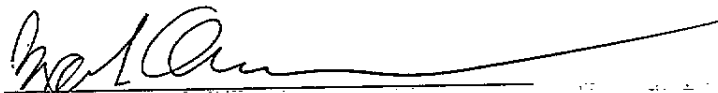
Please send filed copies to the address above.  
Thank you very much.

December 4, 2000

Name of Incorporator: Mark Amerman

Address of Incorporator: 394 SE Husted Ter.  
Port St. Lucie, FL 34983

Telephone of Incorporator 561-340-4398

  
Signature of Incorporator

PA 12/12/00

STATE OF FLORIDA  
ARTICLES OF INCORPORATION  
OF  
Mark Amerman, Inc.

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TALLAHASSEE, FLORIDA

Pursuant to Chapter 607 of the Florida Business Corporation Act, the undersigned incorporator submits these articles of Incorporation for the purpose of forming a for-profit corporation.

Article 1. The name of the Corporation is: Mark Amerman, Inc.

Article 2. The principal place of business and mailing address of this corporation is: 394 SE Husted Ter.  
Port St. Lucie, FL 34983

Article 3. The corporation is authorized to issue one class of stock, that being 500 shares of one-dollar par value, common stock, with identical rights and privileges, the transfer of which is restricted according to the bylaws of the corporation.

Article 4. The name and address of the corporation's initial registered agent is: Mark Amerman  
394 SE Husted Ter.  
Port St. Lucie, FL 34983

Article 5. The name and street address of the incorporator of this corporation is: Mark Amerman  
394 SE Husted Ter.  
Port St. Lucie, FL 34983

Article 6. No director shall be held liable to the corporation or its shareholders for monetary damages due to a breach of fiduciary duty, unless the breach result of self-dealing, intentional misconduct, or illegal actions.

Article 7. The primary purpose or business of the corporation is:  
Social Service Case Management.

In witness whereof, the undersigned incorporator has executed these Articles of Incorporation on the date below. The undersigned incorporator hereby declares, under penalty of perjury, that the statements made in the forgoing Articles of Incorporation are true, and that the incorporator is at least eighteen years of age.

December 4, 2000

  
Mark Amerman, Incorporator

**CERTIFICATE OF DESIGNATION OF  
REGISTERED AGENT/REGISTERED OFFICE**

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SECRETARY OF STATE  
TALLAHASSEE, FLORIDA


PURSUANT TO THE PROVISIONS OF SECTION 607.0501 OR 617.0501, FLORIDA STATUTES, THE UNDERSIGNED CORPORATION, ORGANIZED UNDER THE LAWS OF THE STATE OF FLORIDA, SUBMITS THE FOLLOWING STATEMENT IN DESIGNATING THE REGISTERED OFFICE/REGISTERED AGENT, IN THE STATE OF FLORIDA.

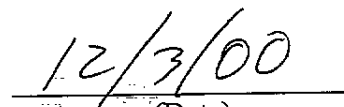
1 The name of the corporation is: Mark Amerman, Inc.

2 The name and address of the registered agent and office is:

Mark Amerman  
394 SE Husted Ter.  
Port St. Lucie, FL 34983

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 accept the appointment as registered agent and agree to act in this capacity. I further agree to comply with the provisions of all statutes related to the proper and complete performance of my duties, and I am familiar with and accept the obligations of my position as registered agent.

  
(Signature)

  
(Date)