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Transmittal Letter

September 19, 2001

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

Subject: Preferred Health Associates, Inc.

Enclosed are two original copies of the Articles of Incorporation for the above corporation and a check in the amount of \$78.75. Seventy dollars for the filing fee and \$8.75 for a certificate. Please send a stamped copy to address below.

From: Preferred Health Associates, Inc.
#19-C 6346-65 Lantana Road
Lake Worth, Florida 33463

954-524-7599

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SECRETARY OF STATE
TALLAHASSEE FLORIDA

T. Burch SEP 27 2001

Articles of Incorporation

of

Preferred Health Associates, Inc.

Article I Name

The name of the corporation will be:

Preferred Health Associates, Inc.

Article II Principal Office

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

#19-C 6346-65 Lantana Road
Lake Worth, Florida 33463

Article III Capital Stock

The number of shares of stock that this corporation is authorized to have at anyone time is:

10,000 shares of the par value of \$.01 each.

Article IV Initial Registered Agent

The name and address of the initial registered agent is:

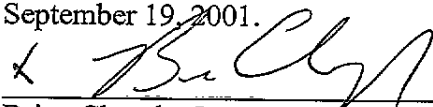
Peter Rudolph
305 North Pompano Beach Blvd #1510
Pompano Beach, Florida 33062

Article V Incorporator

The name and street address of the incorporator of these Articles of Incorporation is:

Brian Clough
#19-C 6346-65 Lantana Road
Lake Worth, Florida 33463

The undersigned has executed these Articles of Incorporation this Seventeenth day of September 19, 2001.



Brian Clough, Incorporator

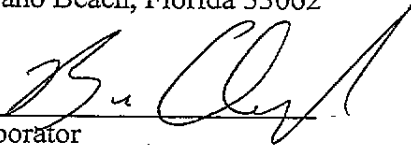
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Certificate of Designation
Registered Agent/Registered Office

Pursuant to the provisions of Section 607.0501, Florida Statutes, the undersigned corporation, organized under the laws of the State of Florida, submits the following statement in designating the registered agent/registered office, in the State of Florida.

1. The name of the corporation is: Preferred Health Associates, Inc.
2. The name and address of the registered agent/registered office is:

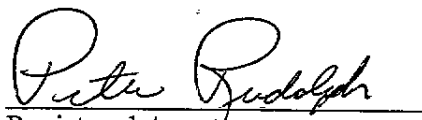
Peter Rudolph
305 North Pompano Beach Blvd #1510
Pompano Beach, Florida 33062

X 
Incorporator

September 19, 2001

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TALLAHASSEE, FLORIDA
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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 relating to proper and complete performance of my duties, and I am familiar with and accept the obligations of my position as registered agent.


Registered Agent

September 19, 2001