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**Florida Department of State
Division of Corporations
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To:

**Division of Corporations
Fax Number : (850) 205-0381**

From:

**Account Name : EMPIRE CORPORATE KIT COMPANY
Account Number : 072450003255
Phone : (305) 634-3694
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FLORIDA PROFIT CORPORATION OR P.A.

ceb care corporation

Certificate of Status	0
Certified Copy	1
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ARTICLE OF INCORPORATION

OF

CEB CARE CORPORATION

The undersigned incorporators, for the purpose of forming a corporation under the Florida Business Corporation Act, hereby adopt the following Articles of Incorporation.

ARTICLE I - NAME

The name of the corporation shall be: CEB CARE CORPORATION

ARTICLE II - PURPOSE

This corporation is organized for the following purpose: HEALTH CARE SERVICES and to transact in any and all lawful business authorized under the Statutes of the State of Florida.

ARTICLE III - CAPITAL STOCK

This corporation is authorized to issue 300 shares of common stock, par value \$1.00 per share.

ARTICLE IV - PRINCIPAL OFFICE

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

20410 SW 53rd PLACE
PEMBROKE PINES, FL 33332

ARTICLE V - DURATION

This corporation shall have perpetual existence unless sooner terminated under the provisions of the laws of the State of Florida.

PREPARED BY: Cesar Briso
M.B. TAX AND ACCOUNTING SERVICES, INC.
3300 EAST 4th AVENUE, #6
HIALEAH, FL 33013
PHONE: (305) 887-0048

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ARTICLE VI - INITIAL DIRECTORS

CEB CARE CORPORATION, shall have three (3) directors, and the number of directors may be changed as provided in the bylaws, but shall never be less than one. The name and address of the initial directors are:

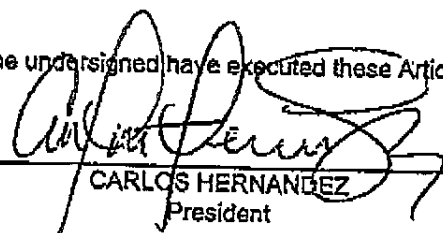
CARLOS HERNANDEZ	20410 SW 53rd PLACE PEMBROKE PINES, FL 33332
BLANCA BERMUDEZ	20410 SW 53rd PLACE PEMBROKE PINES, FL 33332
EDWARD MATOS	15840 BEREAD DRIVE ODESSA, FL 33556

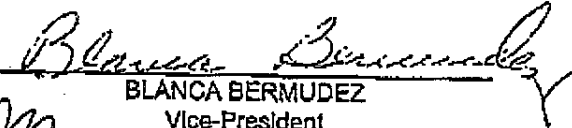
ARTICLE VII - INCORPORATORS

The name and addresses of the incorporators of this corporation are:

CARLOS HERNANDEZ 20410 SW 53rd PLACE PEMBROKE PINES, FL 33332	President	<u>SHARES</u> 100	<u>VALUE</u> \$100.00
BLANCA BERMUDEZ 20410 SW 53rd PLACE PEMBROKE PINES, FL 33332	Vice-President	100	100.00
EDWARD MATOS 15840 BEREAD DRIVE ODESSA, FL 33556	Secretary/Treasurer	100	100.00
		300	\$300.00

The undersigned have executed these Articles of Incorporation on this 24th day of September, 2001


CARLOS HERNANDEZ
President


BLANCA BERMUDEZ
Vice-President


EDWARD MATOS
Secretary/Treasurer

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CERTIFICATE OF RESIDENT AGENT

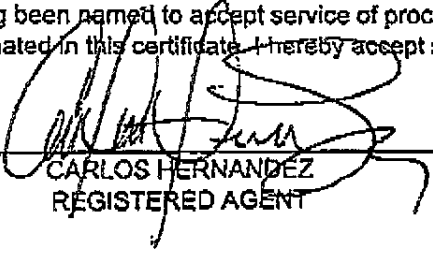
In pursuance of Charter 607.0501, Florida Statutes, the undersigned corporation, organized under the laws of the state of Florida, submits the following statement in designating the registered Office /Registered Agent, in the state of Florida.

The name of the corporation is: **CEB CARE CORPORATION**

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

CARLOS HERNANDEZ
20410 SW 53rd PLACE
PEMBROKE PINES, FL 33332

Having been named to accept service of process for the above stated corporation, at the place designated in this certificate, I hereby accept said Act relative of keeping open said office.


CARLOS HERNANDEZ
REGISTERED AGENT

DATE:

9-27-01

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