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December 21, 2001

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*****78.75 *****78.75

Office of the Secretary of State
Division of Corporations
George Firestone Building
409 East Gaines Street
Tallahassee, FL 32399

FILED
01 DEC 26 AM 10:42
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

RE: Articles of Incorporation
Universal Healthcare Management Systems, Inc.

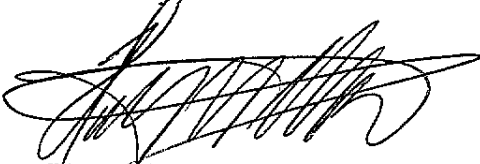
Gentlemen:

Please find enclosed two duplicate originals of the proposed Articles of Incorporation for Universal Healthcare Management Systems, Inc. together with a remittance in the amount of \$78.75 for the payment of fees incident to this filing.

Please forward a certified copy of the Articles of Incorporation at your earliest convenience to the above address.

Thanks for your time and prompt cooperation.

Sincerely,



Kenneth N. Hankin
President

KNH/ib

Enclosures

G. BLALOCK DEC 28 2001

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

**ARTICLES OF INCORPORATION
OF**

UNIVERSAL HEALTHCARE MANAGEMENT SYSTEMS, INC.

ARTICLE I – NAME

The name of this corporation is Universal Healthcare Management Systems, Inc.

ARTICLE II – DURATION

This corporation shall have perpetual existence commencing on the date of the filing of these Articles of Incorporation with the Department of State.

ARTICLE III – PURPOSE

This corporation is organized under the laws of the State of Florida as a corporation for profit for the purposes of transacting business relating to, but not necessarily limited to, healthcare and the management thereof. This corporation shall be in the healthcare and management profession, and is authorized to purchase, sell, trade, own and manage other corporations, and to conduct any other business as is lawful under the laws of the State of Florida and the United States.

ARTICLE IV – CAPITAL STOCK

This corporation is authorized to issue one hundred million (100,000,000) shares of common stock, which shall have a par value of one ten thousandth of one dollar (\$.0001) per share.

ARTICLE V – INITIAL OFFICE

The initial mailing address and street address of the corporation is:

14614 S. W. 174 Terrace, Miami, FL 33177

ARTICLE VI – INITIAL REGISTERED AGENT

The initial name of the registered agent is:

Kenneth N. Hankin

and the address for the initial registered agent is:

14614 S. W. 174 Terrace, Miami, FL 33177

ARTICLE VII – INITIAL BOARD OF DIRECTORS

The corporation shall have two (2) directors constituting the initial Board of Directors. The number of directors may be increased or decreased from time to time in accordance with the by-laws of the corporation, but shall never be less than one. The names and street addresses of the initial Board of Directors are:

<u>NAME</u>	<u>ADDRESS</u>
Kenneth N. Hankin	14614 S. W. 174 Terrace, Miami, FL 33177
Ardie R. Nickel	1660 N. W. 94 Avenue, Plantation, FL 33322

ARTICLE VIII – INCORPORATOR

The name and address of the person signing these Articles of Incorporation is:

<u>NAME</u>	<u>ADDRESS</u>
Kenneth N. Hankin	14614 S. W. 174 Terrace, Miami, FL 33177

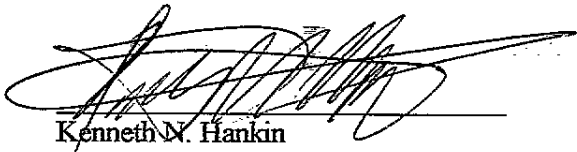
ARTICLE IX – INDEMNIFICATION

The corporation shall indemnify any officer or director or any former officer or director to the fullest extent permitted by law.

ARTICLE X – AMENDMENTS

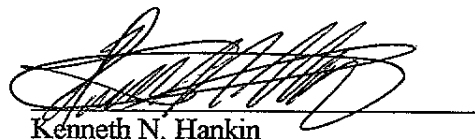
The corporation reserves the right to amend or repeal any of the provisions contained in these Articles of Incorporation or any amendments hereto, and reserves the right to amend or repeal any of the provisions contained in the by-laws of the corporation or any amendments thereto. Any right conferred upon the shareholders is subject to this reservation.

IN WITNESS WHEREOF, the undersigned incorporator has executed these Articles of Incorporation on the 21st day of December 2001.


Kenneth N. Hankin

ACCEPTANCE OF REGISTERED AGENT

Having been named as registered agent and to accept service of process for the above stated corporation at the place designated in the Articles of Incorporation, 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 the proper and complete performance of my duties and I am familiar with and accept the obligation of my position as registered agent.


Kenneth N. Hankin