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FILED
02 SEP 16 PM 1:20
SECRETARY OF STATE
TALLAHASSEE FLORIDA

ACCOUNT NO. : 072100000032

REFERENCE : 745235 8976A

AUTHORIZATION :

COST LIMIT : \$ 78.75

Patricia Pigute

ORDER DATE : September 16, 2002

ORDER TIME : 11:33 AM

ORDER NO. : 745235-005

CUSTOMER NO: 8976A

000007776720--0

CUSTOMER: Ms. Sharon Staffon
Demetrios Economou, P.A.

8152 Washington Street

Port Richey, FL 34668

DOMESTIC FILING

NAME: ALL CARE INSURANCE SERVICES
GROUP, INC.

EFFECTIVE DATE:

XX ARTICLES OF INCORPORATION
 CERTIFICATE OF LIMITED PARTNERSHIP
 ARTICLES OF ORGANIZATION

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

XX CERTIFIED COPY
 PLAIN STAMPED COPY
 CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Norma Parramore - EXT. 1147

EXAMINER'S INITIALS: _____

RECEIVED
02 SEP 16 PM 1:00
DIVISION OF CORPORATION

ARTICLES OF INCORPORATION
OF
ALLCARE INSURANCE SERVICES GROUP, INC.

FILED
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SECRETARY OF STATE
TALLAHASSEE FLORIDA

WE, THE UNDERSIGNED, hereby certify that we have associated ourselves together for the purpose of establishing a corporation under and in accordance with the provision of Chapter 607 Florida Statutes, providing for the information, rights and privileges and immunities of the corporation for profit and in pursuance of the terms of said Statutes, we hereby declare and certify as follows:

ARTICLE I - NAME

The name of this corporation shall be **ALLCARE INSURANCE SERVICES GROUP, INC.**. The mailing address of the corporation shall be: **1199 LINDENWOOD DRIVE, TARPON SPRINGS, FL 34688.**

ARTICLE II - DURATION

This corporation shall exist in perpetuity.

ARTICLE III - PURPOSE

This Corporation shall have the power and authority to forward the purposes and accomplish the objectives hereinafter set forth and to do and perform the same as completely and fully as any natural person is authorized to do under the laws of the State of Florida and in any part of the world:

(a) The business shall be, including but not limited to transacting business in the areas of health, life and disability insurance.

(b) To own, buy, purchase, exchange, hire, lease, mortgage, or otherwise acquire real estate and property, either improved, or any interest or right therein, and to own, hold control, maintain, manage and develop the same in any state of the United States.

(c) The corporation shall have the lawful right to transact any and all other lawful business.

ARTICLE IV - CAPITAL STOCK

This corporation is authorized to issue 100 shares of common stock with a par value of \$1.00.

ARTICLE V - INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial registered office of this corporation is 1199 LINDENWOOD DRIVE, TARPON SPRINGS, FL 34688 and the name of the registered agent of this corporation is: **JACKLYN E. ZIRKLE**.

ARTICLE VI - INITIAL BOARD OF DIRECTORS

This corporation shall have One (1) director(s) initially. The number of directors may be either increased or diminished from time to time by the By-Laws but shall never be less than one (1). The names and addresses of the initial directors of this corporation are:

NAME	ADDRESS
JACKLYN E. ZIRKLE	1199 LINDENWOOD DRIVE TARPON SPRINGS, FL 34688

ARTICLE VII - INCORPORATORS

The names and addresses of the persons signing these Articles of Incorporation are:

NAME	ADDRESS
JACKLYN E. ZIRKLE	1199 LINDENWOOD DRIVE TARPON SPRINGS, FL 34688

ARTICLE VIII - STOCKHOLDERS

The names addresses of the stockholders of this corporation a follows:

NAME	ADDRESS	SHARES
JACKLYN E. ZIRKLE	1199 LINDENWOOD DRIVE TARPON SPRINGS, FL 34688	100

ARTICLES IX - OFFICERS

The names and addresses of the Officers, who are subject to the provisions of these Articles, By-Laws and Laws of the State of Florida, shall hold office for the first year of this corporation's existence or until their successors are elected, and have qualified are as follows:

NAME	ADDRESS
JACKLYN E. ZIRKLE P, VP, T, S	1199 LINDENWOOD DRIVE TARPON SPRINGS, FL 34688

ARTICLE X - PREEMPTIVE RIGHTS

Every shareholder upon the sale for cash of any new stock of this corporation of the same kind, class or series as that which he already holds, shall have the right to purchase his pro rata share thereof at the price at which it is offered to others.

ARTICLE XI - BY LAWS

The power to adopt, alter, amend or repeal By-Laws shall be vested in the Board of Directors and Stockholders.

ARTICLE XII - SPECIAL PROVISIONS

It is the Intent of the incorporators that the corporation will qualify under Section 1244 of the Internal Revenue Code and that the corporation will file as a Subchapter 'S' corporation.

ARTICLE XIII - AMENDMENT

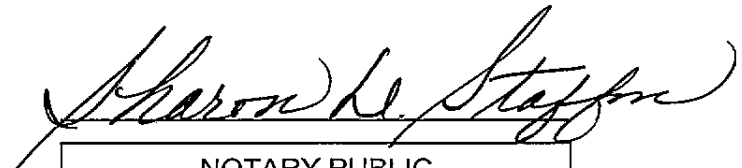

This corporation reserves the right to amend or repeal any provisions contained in these Articles of Incorporation, or any amendment hereto, and any right conferred upon the shareholders is subject to reservation.

IN WITNESS WHEREOF, the undersigned subscribers have executed these Articles of Incorporation this 13th day of SEPTEMBER, 2002.


JACKLYN E. ZIRKLE
Incorporator

State of Florida
County of Pasco

The foregoing instrument was acknowledged before me this 13th day of September, 2002, by **JACKLYN E. ZIRKLE**, who is personally known to me.

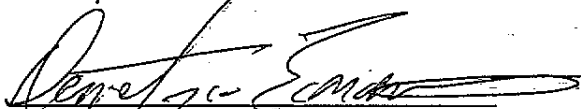

NOTARY PUBLIC
 Sharon D. Staffon
Notary Public, State of Florida
Commission No. DD 028806
My Commission exp. 05/28/2005

REGISTERED AGENT

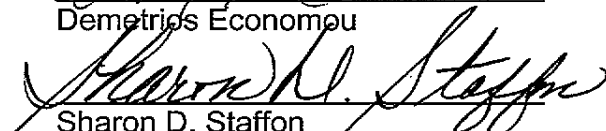
The undersigned having been designated as Registered Agent for the service of process within the State of Florida, upon **ALLCARE INSURANCE SERVICES GROUP, INC.**, does hereby accept the appointment as such agent for the above-named corporation. The address of such corporation is 1199 LINDENWOOD DRIVE, TARPON SPRINGS, FL 34688. The address of the Registered Agent is: 1199 LINDENWOOD DRIVE, TARPON SPRINGS, FL 34688.

IN WITNESS WHEREOF, the name and seal of said Registered Agent hereto is affixed at Port Richey, Florida, this 13th day of September, 2002.

Signed, sealed and delivered
in the presence of:


Demetrios Economou


JACKLYN E. ZIRKLE


Sharon D. Staffon

State of Florida
County of Pasco

The foregoing instrument was acknowledged before me this 13th day of September, 2002, by **JACKLYN E. ZIRKLE**, who is personally known to me.

FILED
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SECRETARY OF STATE
TALLAHASSEE FL 32399

