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02 SEP 25 PM 2:04
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ACCOUNT NO. : 072100000032
REFERENCE : 758824 4303929
AUTHORIZATION : Patricia Pigute
COST LIMIT : \$ 78.75

ORDER DATE : September 25, 2002

ORDER TIME : 11:12 AM

ORDER NO. : 758824-020

CUSTOMER NO: 4303929

700008023337--5

CUSTOMER: Ms. Sandra L. Blake
Greenberg Traurig, P.a.

1221 Brickell Avenue
21st Floor
Miami, FL 33131-3238

DOMESTIC FILING

NAME: BNB CARE ASSOCIATES, 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: Heather Powell - EXT. 1155
EXAMINER'S INITIALS: _____

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ARTICLES OF INCORPORATION
OF
BNB CARE ASSOCIATES, INC.

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TALLAHASSEE, FLORIDA

ARTICLE I

The name of the corporation is BNB CARE ASSOCIATES, INC., (the "Corporation").

ARTICLE II

The address of the principal office and the mailing address of the Corporation is 8000 S.W. 67th Avenue, Miami, Florida 33143.

ARTICLE III

This Corporation shall have authority to issue One Hundred (100) shares of Common Capital Stock having a par value of \$1.00 per share.

ARTICLE IV

The Corporation shall hold a special meeting of shareholders only:

- (1) On call of the Board of Directors or persons authorized to do so by the Corporation's Bylaws; or
- (2) If the holders of not less than 50 percent of all votes entitled to be cast on any issue proposed to be considered at the proposed special meeting sign, date, and deliver to the Corporation's secretary one or more written demands for the meeting describing the purpose or purposes for which it is to be held.

ARTICLE V

The street address of the Corporation's initial registered office is 1570 Madruga Avenue, Suite 216, City of Coral Gables, County of Miami-Dade, State of Florida 33146 and the name of its initial registered agent at such office is Theodore Silver.

ARTICLE VI

The Board of Directors of the Corporation shall consist of at least one director, with the exact number to be fixed from time to time in the manner provided in the Corporation's Bylaws. The number of directors constituting the initial Board of Directors is one (1), and the name and address of the member of the initial Board of Directors, who is to serve as the Corporation's director until successors are duly elected and qualified is:

Barry N. Burak
8000 S.W. 67th Avenue
Miami, Florida 33143

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TALLAHASSEE, FLORIDA

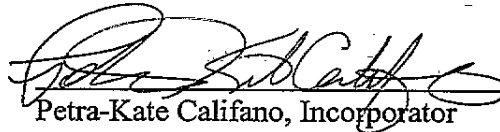
ARTICLE VII

The name of the Incorporator is Petra-Kate Califano and the address of the Incorporator is 1221 Brickell Avenue, Miami, Florida 33131.

ARTICLE VIII

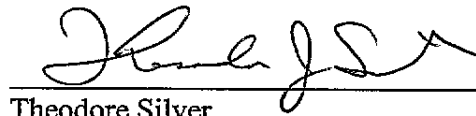
This Corporation shall indemnify and shall advance expenses on behalf of its officers and directors to the fullest extent not prohibited by law in existence either now or hereafter.

IN WITNESS WHEREOF, the undersigned, being the Incorporator named above, for the purpose of forming a corporation pursuant to the Florida Business Corporation Act of the State of Florida has signed these Articles of Incorporation this 23rd day of September, 2002.


Petra-Kate Califano, Incorporator

ACCEPTANCE OF APPOINTMENT OF REGISTERED AGENT

The undersigned, having been named the Registered Agent of BNB CARE ASSOCIATES, INC. hereby accepts such designation and is familiar with, and accepts, the obligations of such position, as provided in Florida Statutes §607.0505.


Theodore Silver
Registered Agent

Dated: September 23, 2002