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STATE
FLORIDA

FLORIDA PROFIT CORPORATION OR P.A.

DoctorCare, Inc.

Certificate of Status	0
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**ARTICLES OF INCORPORATION
OF
DOCTORCARE, INC.**

Pursuant to Chapter 607 of the Florida Statutes (the "Florida Business Corporation Act"), the undersigned, being a natural person, does hereby act as an incorporator in adopting and filing the following Articles of Incorporation for the purpose of organizing a business corporation.

ARTICLE I - NAME

The name of the corporation is DoctorCare, Inc. (hereinafter called the "Corporation").

ARTICLE II - INITIAL PRINCIPAL OFFICE

The street address of the initial principal office and mailing address of the Corporation is 1330 Coral Way, Suite 200, Miami Florida 33145.

ARTICLE III - PURPOSE

The Corporation is organized for the purpose of transacting any or all lawful business for corporations organized under the Florida Business Corporation Act of the State of Florida.

ARTICLE IV - CAPITAL STOCK

The aggregate number of shares of capital stock that may be issued by the Corporation is 1,000 shares of Common Stock, par value \$.01 per share.

ARTICLE V - INITIAL REGISTERED AGENT

The street address of the initial registered office of the Corporation is c/o Hutton & Williams, 1111 Brickell Avenue, Suite 2500, Miami, Florida 33131; and the name of the Corporation's initial registered agent at that address is Marcia T. Currier.

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ARTICLE VI - INITIAL DIRECTORS

The following persons shall serve as the initial members of the Board of Directors of the Corporation:

<u>Directors</u>	<u>Address</u>
Julio C. Pita	3659 S. Miami Ave., Suite 6008, Miami, FL 33133
Hermenio Garcia-Estrada	2601 SW 37 Ave., Suite 803, Miami, FL 33133
Gabriel Costa	3659 S. Miami Ave., Suite 4001, Miami, FL 33133

ARTICLE VII- INCORPORATOR

The name and address of the incorporator is Maria T. Currier, c/o Hunton & Williams, 1111 Brickell Avenue, Suite 2500, Miami, Florida 33131.

IN WITNESS WHEREOF, the undersigned Incorporator has executed these Articles of Incorporation this 14th day of January, 2003.



Incorporator: Maria T. Currier

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**CERTIFICATE DESIGNATING THE ADDRESS
AND AN AGENT UPON WHOM PROCESS MAY BE SERVED**

WITNESSETH:

That DoctorCare, Inc. desiring to organize under the laws of the State of Florida, has named Maria T. Currier, located at c/o Hutton & Williams, 1111 Brickell Avenue, Suite 2500, Miami, Florida 33131, as its agent to accept service of process within this state.

ACKNOWLEDGMENT:

Having been named to accept service of process for the above-stated corporation, at the place designated in this certificate, I hereby agree to act in this capacity, and I further agree to comply with the provisions of all statutes relative to the proper and complete performance of my duties, and I am familiar with, and accept the duties and obligations of a registered agent outlined in Section 607.0505, Florida Statutes.

Dated this 14th day of January, 2003.


Maria T. Currier, Registered Agent