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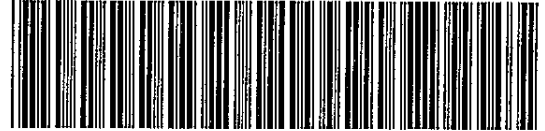
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ARTICLES OF INCORPORATION
of
Life Centers for Health Management, INC.

The undersigned person(s), acting as incorporator(s) of a corporation organized under Chapter 607 of the laws of the state of Florida, hereby adopt(s) the following Articles of Incorporation:

ARTICLE I
CORPORATE NAME

The name of this corporation shall be:

Life Centers for Health Management, Inc.

ARTICLE II
INITIAL PRINCIPAL OFFICE

The principal place of business shall be:

427 Lithia Pinecrest Rd.
Brandon, Florida 33511

and the mailing address of the corporation's principle office shall be:

PO Box 21661
Tampa, FL 33622-1661

ARTICLE III
SHARES

The total number os shares which the corporation shall have authority to have outstanding at any one time is 10,000 shares of common stock having a par value of \$1.00 per share.

ARTICLE IV
REGISTERED AGENT

The street address of the corporation's initial registered office and the name of its initial registered agent as such address shall be:

Steve Schaffer
2704 W. Mississippi Ave. Apt A
Tampa, FL 33629

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**ARTICLE V
NATURE OF BUSINESS**

This corporation may engage or transact in any or all lawful activities or business permitted under the laws of the United States, the State of Florida or any other state, county, territory or nation.

**ARTICLE VI
TERMS OF EXISTENCE**

This corporation is to exist perpetually.

**ARTICLE VII
DIRECTORS**

All corporate powers shall be exercised by or under the authority of, and the business and affairs of the corporation managed under the direction of its Board of Directors, subject to any limitations set forth in these Articles of Incorporation. This corporation shall have two Director(s) initially. The name(s) and address(es) of the initial members of the Board of Directors are:

Steve Schaffer
Director

2704 W. Mississippi Ave.
Apt A
Tampa, FL 33629

Sherry Bell
Director

513 Lisa Lane
Brandon, FL 33511

Angela Klersy
Director

18115 Canal Pointe Street
Tampa, FL 33647

After the initial board of directors, the board shall consist of such number of directors as shall be determined by the shareholders from time to time at each annual meeting at which directors are to be elected.

**ARTICLE VIII
OFFICERS**

The name and addresses of the initial officers of the corporation who shall hold office for the first year of the corporation, or until their successors are elected or appointed are:

Sherry Bell
President.

513 Lisa Lane
Brandon, Florida 33511

Steven Schaffer
Treasurer

2704 W. Mississippi Ave
Apt. A
Tampa, FL 33629

Angela Klersy
Secretary

18115 Canal Pointe Street
Tampa, FL 33647

ARTICLE IX EFFECTIVE DATE

The effective date of incorporation shall be September 23, 2004.

ARTICLE X OTHER PROVISIONS


Preemptive Rights. The corporation elects to have preemptive rights so that each shareholder has the right to acquire a proportional amount of any shares that are issued.

Stock Transfer Restriction. No shareholder of this corporation shall sell any shares of stock held by him or her in this corporation without offering to sell such stock to the corporation on the same terms and conditions and at the price offered in good faith and in writing, by any proposed purchaser. The written offer by such proposed purchaser shall be delivered to the corporation at the time the stock is offered to the corporation for sale. The corporation shall have the right to accept the offer any time within thirty (30) days from and after the date on which the offer is made to the shareholder and shall exercise the option to purchase by notifying the shareholder in writing. If the corporation shall not exercise its option to purchase the shares of stock, it shall notify the shareholder in writing within the thirty (30) day period and the shares may then be sold by the shareholder, but only to the proposed purchaser on the same terms and conditions as offered to the corporation, and only within thirty (30) days from and after the date on which the corporation declines to exercise its option.

ARTICLE X INCORPORATOR(S)

The name and street address of the incorporator(s) to these Articles of Incorporation:

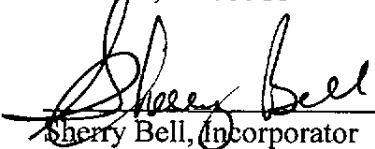
Steve Schaffer
2704 W. Mississippi Ave.
Apt A
Tampa, FL 33611



Steve Schaffer, Incorporator

9/23/04
Date

Sherry Bell
513 Lisa Lane
Brandon, FL 33511


Sherry Bell, Incorporator

9/23/04
Date

**ACCEPTANCE OF REGISTERED AGENT DESIGNATED IN
ARTICLES OF INCORPORATION**

Having been named as registered agent and to accept service of process for the above stated corporation at the place designated in this certificate, 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 obligations of my position as registered agent.


Steve Schaffer, Registered Agent

9/23/04
Date

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