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SECRETARY OF STATE
TALLAHASSEE FLORIDA

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To:

Division of Corporations
Fax Number : (850)205-0381

From:

Account Name : CORPORATION SERVICE COMPANY
Account Number : I20000000195
Phone : (850)521-1000
Fax Number : (850)558-1575

FLORIDA PROFIT CORPORATION OR P.A.**ACL OF SOUTH FLORIDA, INC.**

Certificate of Status	0
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TALLAHASSEE FLORIDA**ARTICLES OF INCORPORATION**

The undersigned, acting as incorporator of a corporation under the Florida General Corporation Act, adopts the following Articles of Incorporation for such Corporation:

1. The name of the Corporation is: ACL of South Florida, Inc.
2. The mailing address for the Corporation shall be: 6110 Maggiore Street, Coral Gables, FL 33146.
3. The period of its duration is perpetual.
4. The purpose is to engage in any activities or business permitted under the laws of the United States and Florida.
5. The Corporation shall have authority to issue 100 shares, all of one class, one cent (\$.01) par value.
6. The address of its initial registered office is 2801 Ponce De Leon Blvd., Suite 1155, Coral Gables, Florida, 33134, and the name of its initial registered agent at said address is John T. Prah.
7. The number of directors constituting its initial board of directors is one (1) whose name and address is:

NAME**ADDRESS**

Joseph LaPadula

6110 Maggiore Street
Coral Gables, FL 33146

8. The name and address of the Incorporator is:

NAME**ADDRESS**

Joseph LaPadula

6110 Maggiore Street
Coral Gables, FL 33146

9. Preemptive Rights shall be as follows: The holders of the common stock of this Corporation shall have preemptive rights to purchase, at prices, terms and conditions that shall be fixed by the Shareholders, such of the shares of the stock of this Corporation as may be issued for money (money, or any property or services) from time to time, in addition to that stock authorized (and issued) by the Corporation. The preemptive right of any holder is determined by the ratio of the authorized (authorized

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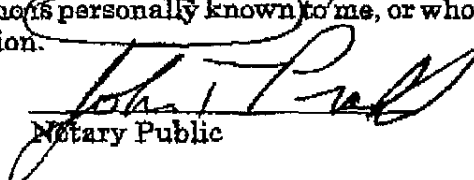
and issued) shares of common stock held by the holder to all shares of common stock currently authorized (authorized and issued).

DATED this 29 day of April, 2005.

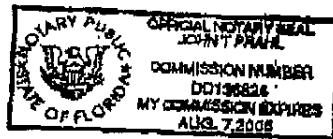

Joseph LaPadula

STATE OF FLORIDA
COUNTY OF MIAMI-DADE

The foregoing instrument was acknowledged before me this 29 day of April, 2005 by Joseph LaPadula who is personally known to me, or who produced _____ as identification.


Notary Public

My Commission Expires:



**CERTIFICATE DESIGNATING PLACE OF BUSINESS OR DOMICILE FOR
THE SERVICE OF PROCESS WITHIN THIS STATE, NAMING AGENT UPON
WHOM PROCESS MAY BE SERVED**

In pursuance of Chapter 48.091, Florida Statutes, the following is submitted, in compliance with said Act:

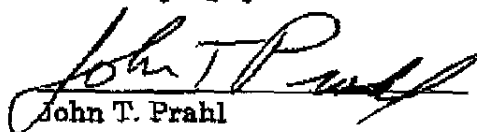
First--that ACL of South Florida, Inc. desiring to organize under the laws of the State of Florida with its principal office, as indicated in the Articles of Incorporation at Miami, County of Miami-Dade, State of Florida, has named John T. Prah, 2801 Ponce De Leon Blvd., Suite 1155, Coral Gables, Florida 33134.

(Street address and number of building, post office box address not acceptable)

City of Coral Gables, County of Miami-Dade, State of Florida, as its agent to accept service of process within this State.

ACKNOWLEDGMENT: (MUST BE SIGNED BY DESIGNATED AGENT)

Having been named to accept service of process for the above stated corporation, at place designated in this certificate, I hereby accept to act in this capacity, and agree to comply with the provision of said Act relative to keeping open said office.


John T. Prah

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