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**FLORIDA PROFIT/NON PROFIT CORPORATION
HOPE & GRACE MEDICAL GROUP INC.**

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ARTICLES OF INCORPORATION**OF****HOPE & GRACE MEDICAL GROUP INC.**

The undersigned incorporator(s), for the purpose of forming a corporation under the Florida General Corporation Act, hereby adopt(s) the following Articles of Incorporation.

ARTICLE I NAME

The name of the corporation shall be:

HOPE & GRACE MEDICAL GROUP INC.

The principal place of business of this corporation shall be:

698 N HOMESTEAD BLVD SUITE 104 HOMESTEAD FL 33030

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ARTICLE II NATURE OF BUSINESS

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

ARTICLE III CAPITAL STOCK

The aggregate number of shares of stock and its par value that this corporation is authorized to have outstanding at any one time is: **ONE HUNDRED (100)**

ARTICLE IV TERM OF EXISTENCE

This corporation is to exist perpetually.

ARTICLE V OFFICERS DIRECTORS

The name(s) and street address(es) of the initial officer(s) and director(s), if any, who shall hold office the first year of the corporation's existence or until their successor(s) is (are) elected, is(are):

MARIA M RUIZ-ACEVEDO
President/Director

13066 SW 21 ST
MIRAMAR FL 33027

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ARTICLE VI INCORPORATOR (S)

The names and street address(es) of the incorporators to these articles of incorporation is (are):

MARIA M RUIZ-ACEVEDO
President/Director

13066 SW 21 ST
MIRAMAR FL 33027

IN WITNESS WHEREOF, the undersigned incorporator (s) have/has executed these Articles of Incorporation this 23 Day of JANUARY, 2002

Signature(S) of incorporator(s)

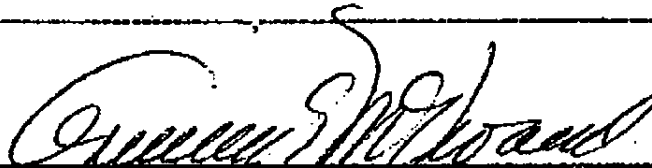


President/Director

STATE OF FLORIDA
COUNTY OF _____

MIAMI-DADE

THE FOREGOING instrument was acknowledged and sworn to before me this 23 Day of
JANUARY 2002. By _____ MARIA M. RUIZ-ACEVEDO



Notary Public

(Seal)



ARMANDO M. VIVAS
MY COMMISSION #00755180
EXPIRES: February 18, 2012
Roaded Two Budget Money Services

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**CERTIFICATE OF DESIGNATION OF
REGISTERED AGENT/REGISTERED OFFICE**

PURSUANT TO THE PROVISIONS OF SECTION 607.0501, FLORIDA STATUTES, THE UNDERSIGNED CORPORATION, ORGANIZED UNDER THE LAWS OF THE STATE OF FLORIDA, SUBMITS THE FOLLOWING STATEMENT IN DESIGNATING THE REGISTERED OFFICE/REGISTERED AGENT IN THE STATE OF FLORIDA;

The name of the Corporation is HOPE & GRACE MEDICAL GROUP INC.

The name and address of the registered agent and office is;

MARIA M RUIZ-ACEVEDO

(Name)

13066 SW 21 STREET

(Street)

MIRAMAR FL 33027

(City/State/Zip)

Having been named as registered agent and to accept service of process for the above states 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.


(Signature)

01-23-2012

(Date)

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