P9500000116

CORPORATE ACCESS, INC.

1116-D Thomasville Road Mount Vernon Square Tallatassee, Florida 32303 (904) 222-2666 (904) 222-1666 (Fax) (800) 969-1666

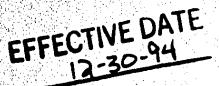
GLINDA P. BENNETT Personal Representive 200001867282 -01/03/95--01058--011 ****122.50 ****122.50

Examiner's Initials

OFFICE USE ONLY

CORPORATION NAME(S) &	DOCUMENT NUMBER(S) (if known):	11.1
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Mail out Will wait	Photocopy Certificate of Status	
NEW FILINGS	AMENDMENTS	82 j
Profit	Amendment	
NonProfit	Resignation of R.A., Officer/Director	એ 1/20
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Other	Merger	- 15
OTHER FILNGS	REGISTRATION/	
Annual Report	QUALIFICATION	
Fictitious Name	Foreign	
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	Reinstatement	, 1-2
	Trademark) ' 3

Other



Articles of Incorporation

SECRETARY OF STATE DIVISION OF CORPORATIONS

95 JAN -3 AH 11: 17

of

AMERICARE HEALTH CENTER OF HIALEAH, INC.

The undersigned Incorporator hereby forms a corporation under the laws of the State of Florida:

ARTICLE I. CORPORATE NAME

The name of this Corporation is:

AMERICARE HEALTH CENTER OF HIALEAH, INC.

ARTICLE II. HAILING ADDRESS OF CORPORATION

The mailing address of this Corporation is:

c/o KTGES Registered Agent Corporation 1401 Brickell Avenue Suite 700 Miami, Florida 33131

ARTICLE III. CAPITAL STOCK

The aggregate number of shares of stock that this
Corporation is authorized to issue and have outstanding at any
one time is One Hundred Thousand (100,000) shares of common stock
having a par value of \$.001 per share. The Board of Directors of
this Corporation shall have the power to divide and issue the
Common Stock into one or more series and to determine the
limitation and relative rights of each such series, consistent
with the laws of the State of Florida. Shares of one series may
be issued as a share dividend in respect of shares of another
series.

ARTICLE IV. COMMENCEMENT AND TERM OF EXISTENCE

This Corporation shall commence its corporate existence on December 30, 1994. This Corporation shall have perpetual existence.

ARTICLE V. INITIAL REGISTERED OFFICE AND REGISTERED AGENT

The street address of the initial registered office of this Corporation in the State of Florida and the Corporation's initial registered agent at that office shall be:

KTG&S Registered Agent Corporation 1401 Brickell Avenue Suite 700 Miami, Florida 33131

ARTICLE VI. BOARD OF DIRECTORS

The number of directors may be increased or decreased from time to time as provided in the By-Laws, but shall never be less than one (1).

ARTICLE VII. INCORPORATOR

The name and street address of the person signing these Articles of Incorporation as the Incorporator is:

KTG&S Registered Agent Corporation 1401 Brickell Avenue Suite 700 Miami, Florida 33131

ARTICLE VIII. AMENDMENT

These Articles of Incorporation may be amended in the manner prescribed by law, except that upon the issuance of shares, every

amendment must be approved by the Board of Directors of the Corporation before it is submitted to the shareholders of the Corporation for their approval.

ARTICLE IZ. INDEMNIFICATION

Except as may otherwise be provided in the Bylaws of this Corporation, this Corporation shall indemnify its incorporators, officers and directors to the fullest extent permitted by law either now or hereafter in effect.

IN WITNESS WHEREOF, the undersigned, as the Incorporator, has executed the foregoing Articles of Incorporation as of December 30, 1994.

KTG&S Registered Agent Corporation

By:

William J. Spratt,

Vice President

CERTIFICATE ACCEPTING DESIGNATION AS AN AGENT UPON WHOM SERVICE OF PROCESS WITHIN THIS STATE MAY BE SERVED

The following is submitted pursuant to Sections 48.091 and 607.0501 of the Florida Statutes:

Having been appointed registered agent of AMERICARE HEALTH CENTER OF HIALEAH, INC. in its Articles of Incorporation, at the place designated in such Articles of Incorporation, the undersigned hereby agrees to act in this capacity and affirms that it is familiar with, and accepts, the obligations of such position.

KTG&S Registered Agent Corporation

Bu.

William J Spratt, Jr., Vice President

Dated: December 30, 1994