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ARTICLES OF INCORPORATION

OF.

PAITH, HOPE, AND POWER HEALTH CARE SERVICE, INC.

The undersigned incorporator, for the purpose of forming a corporation under the Florida Business Corporation Act, Chapter 607 of the Florida Statutes, hereby adopts the following Articles of Incorporation:

ARTICLE I: NAME OF THE CORPORATION

The name of the corporation is FAITH, HOPE, AND POWER HEALTH CARE SERVICE, INC., hereinafter referred to as the "Corporation".

ARTICLE II: PRINCIPAL OFFICE AND MAILING ADDRESS

The address of the principal office of the Corporation ε id the mailing address is 1551 N.E. 167th Street, Ste. 216, North Miami Beach, Florida 33162.

ARTICLE III: DURATION OF THE CORPORATION

The period of duration of the Corporation shall be perpetual unless dissolved according to law.

ARTICLE IV: PURPOSE OF THE CORPORATION

The purpose for which the Corporation is organized is to engage in any and all lawful business for which corporations may be incorporated under Chapter 607, Florida Statute, as amended.

ARTICLE V: AUTHORIZED SHARES

The Corporation is authorized to issue Five Thousand (5,000) shares of common stock with a par value of \$1.00 per share. All

stock shall be of one class. The Board of Directors may authorize the issuance of such stock to such person(s) upon such terms and for such consideration as they may deem appropriate. The consideration may consist of any tangible or intangible property or benefit to the Corporation, including cash, promissory notes, services performed, promises to perform services evidenced by a written contract, or other securities of the Corporation.

ARTICLE VI: PREEMPTIVE RIGHTS

The Corporation elects to have preemptive rights. Every shareholder, upon the sale for cash of any new or reissued stock of the Corporation, shall have the right to purchase his pro-rata share thereof at the price at which it is offered to others.

ARTICLE VII: INITIAL REGISTERED OFFICE AND REGISTERED AGENT

The street address of the Corporation's initial registered office is 1551 N.E. 167th Street, Ste. 216, North Miami Beach, Florida 33162 and the registered agent at that office is SARAH PARKER.

ARTICLE VIII: INITIAL BOARD OF DIRECTORS

The Corporation shall have seven (7) directors constituting the initial Board of Directors. The number of directors may be increased or decreased from time to time by the bylaws.

The initial Board of Directors of the Corporation shall be comprised of:

BRENDA BROWN 1551 N.E. 167th Street, Ste. 216 North Miami Beach, FL 33162 JUDY MINCEY 2800 N.W. 155 Terrace Miami, FL 33054 SARAH PARKER 1868 N.W. 64th Stroot Miami, FL 33142

SHERIE WHIPPLE 1242 N.W. 62 Lane Miami, FL 33147 QUEENESTER HADISON 12601 N.W. 27th Ave., Apt. T-328 Minmi, FL 33054

BETTY REID 2510 N.W. 93rd Street Minmi, FL 33147

CORDELIA MARTIN-LOW 620 N.E. 2nd Court, Apt. 1 Miami, FL 33009

ARTICLE IX: INCORPORATOR

The incorporator of the Corporation is as follows:

BRENDA BROWN 1551 N.E. 167th Street, Ste. 216 North Miami Beach, FL 33162

IN WITNESS WHEREOF, I, BRENDA BROWN, the undersigned incorporator, have signed these Articles of Incorporation on this day of January, 1995 and acknowledged the same to be my act.

STATE OF FLORIDA)
COUNTY OF DADE)

NOTARY PUBLIC:

SIGN: Struly B. Lewis

PRINT: STANLEY B. LEWIS

STATE OF FLORIDA AT LARGE



STANLEY B 11-WIS My Commission CC407787 Expires Sep. 18, 1998 Bonded by HAI 800-422-1555

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

Pursuant to the provisions of Chapters 48.091 and 607.0501 of the Florida Statutes, the following is submitted, in compliance with said Acts:

First--That FAITH, HOPE, AND POWER HEALTH CARE SERVICE, INC., desiring to organize under the laws of the State of Florida with its principal office, as indicated in the Articles of Incorporation at City of Miami, County of Dade, State of Florida, has named SARA PARKER located at 1551 N.E. 167th Street, Ste. 216 in the City of Miami, County of Dade, State of Florida, as its agent to accept service of process within this state.

-Arceptance of Agent-ACKNOWLEDGEMENT:

Having been named as registered agent and to accept services 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.

SARAH PARKER

DATE: 1-24-95