ECTRONIC LING TK SHE DIVISION OF CORPORATIONS EMPIRE COMPORAL . R. 1492 W FLAGLER ST SUITE 200 MIAMI FL 33135-FROM: EMPIRE CORP DEPARTMENT OF STATE STATE OF FLORIDA 409 EAST GAINES STREET TALLAHASSEE, FL 32399 FAX: (904) 922-4000 CONTACT: RAY STORMONT PHONE: (305) 641-3594 FAX: (305) 541-3770 (((H95000004873)))))) DOCUMENT TYPE: FLORI NAME: FLORIDA HEALTH GROUP, INC. FLORIDA PROFIT CORPORATION OR P.A. FAX AUDIT NUMBER: H95000004873 CURRENT STATUS: REQUESTED DATE REQUESTED: 05/01/1995 TIME REQUESTED: 14:15:58 CERTIFIED COPIES: 1 NUMBER OF PAGES: 5 CERTIFICATE OF STATUS: 0 METHOD OF DELIVERY: FAX ESTIMATED CHARGE: \$122.50 ACCOUNT NUMBER: 072450003255 Note: Please print this page and use it as a cover sheet when submitting documents to the Division of Corporations. Your document cannot be processed without the information contained on this page. Remember to type the Fax Audit number on the top and bottom of all pages of the document. (((H95000004873))) ** ENTER 'M' FOR MENU. ** ENTER SELECTION AND (CR): Help F1 Option Menu F2 NUM CAPS Connect: 00:45:1

SECRETARY OF STATE TALLAHASSEE, FLORIDA

SS:2 (U 3- A.A.E.)

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FLORIDA DEPARTMENT OF STATE Sundra B, Morthum Secretary of State

Nay 2, 1995

EMPIRE CORPORATE KIT COMPANY

MIAMI, FL

SUBJECT: FLORIDA HEALTH GROUP, INC.

REF: W95000009238

We received your electronically transmitted document. However, the document has not been filed and needs the following corrections:

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Loria Poole Corporate Specialist

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Division of Corporations - P.O. Box 6327 - Tallahassee, Florida 32314

ARTICLES OF INCORPORATION

OF

FLORIDA MEALTH GROUP, INC.

The name of the corporation is: FLORIDA HEALTH GROUP, INC.

ARTICLE I

This corporation is organized for the purpose of transacting any and all lawful business.

ARTICLE II

The maximum number of shares of capital stock that the corporation is authorized to issue is Two Hundred (200) shares, \$1.00 per value each share.

ARTICLE III

The corporation shall have perpetual extenence unless sooner dissolved according to law.

ARTICLE IV

The name and street address of the potson signing these Articles of Incorporation is:

NAME

ADDRESS

MARIA M. COBOS

1255 West 46 Street Suite 1011 Hislan, Florida 33012

ARTICLE V

The principal office of the corporation shall be located at: 1255 West 46 Street, Suits 1011, Hialesh, Florida 33012.

ARTICLE VI .

The corporation shall have one (1) director initially. The number of directors of the Corporation may either increase or diminish from time to time by the By-Laws, but shall never be less than

ELENA DE SOCARRAZ, ESQ. 800 DOUGLAS RD. # 160 CORAL GABLES, FL 33134 (305) 443.1304 FL BAR. NO. 599920

H95000004873

two (2) directors. The names and addresses of such member of the initial Board of Directors who shall hold office for she first year of existence of the corporation or until his or her successor(s) are elected or appointed and qualified, are:

NAME

ADDRESS

MARIA M. COBOS

1255 West 46 Street Suite 1011 Hislesh, Florida 33012

ARTICLE VII

The street address of the initial registered office of the corporation is: 300 Douglas Road, 160, Building B, Coral Gables, Florida 33134, and the same of the initial registered agent of the corporation at that address is: ELENA DE SOCARRAZ.

IN WITNESS WHEREOF, these Articles of Incorporation have been executed on this 15th day of 1-1000, 1995.

Maria M. Cobos

44500000484

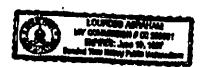
STATE OF FLORIDA)
COUNTY OF DADE)
SS:

I HEREBY CERTIFY that MARIA M. COBOS, so me personally known or who have produced <u>Facinal Deiness</u> as identification, this day acknowledged before me that he executed the foregoing Articles of Incorporation; and I FURTHER CERTIFY that said person making said acknowledgement to be the individual described herein and who executed the said instrument.

WITNESS my hand and seal in the County and State aforesald, this ________ day of _________, 1995.

NOTARY PUBLIC.
STATE OF PLOSIDA AT LARGE

My Commission Expires:



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

IN COMPLIANCE with Section 45.091, Florida Statutes, the following is submitted: FIRST: That FLORIDA HEALTH GROUP INC., desiring to organize or qualify under the laws of the State of Florida, with its principal place of business in the County of Dade, State of Florida, has named BLENA DE SOCARRAZ, 800 Douglas Read, Suite 160, Bidg. B, Coral Gables, FL 33134, to accept service of Process within the State of Florida.

Incorporator

HAVING BEEN named to accept service of process for the above stated corporation, at the place designated in this Certificate, I HEREBY AGREE to act in this capacity, and I FURTHER AGREE to comply with the provisions of all statutes relative to the proper and complete performance of my duties.

BLENA DE SOCARAZ, BSQ.

Registered Agent

500003419 Elina Jocarray P.A.

(Requestor's Norms)

Michelle (Ulvanes villorines)

(Address)

800 Dovelas Rd. Alp. 160

(Cirif State, Zip) (Phone 8)

Cleval Lobber, 21. 331.34

443. 1304

305-446-1331 OFFICE USE ONLY 200001615162 -10/19/95--01043--008 *****35.00 *****35.00 CORPORATION NAME(S) & DOCUMENT NUMBER(S) (if known): 1. (Corporation Name) (Document #) (Corporation Name) (Document #) (Compration Name) (Document #) (Corporation Name) (Document #) Walk in Pick up time _ Certified Copy Will wait Certificate of Status Mail out Photocopy _ GAV **NEW FILINGS AMENDMENTS** AUTHORIZATION BY PHONE TO Amendment Profit " INitla!" NonProfit Resignation of R.A., Officer/Director Limited Liability Change of Registered Agent Dissolution/Withdrawal Domestication DOC. EXAM. Other Merger REGISTRATION/ OTHER FILINGS Amend QUALIFICATION Annual Report Foreign Fictitious Name Limited Partnership OCT 2 3 1000 Name Reservation Reinstatement Trademark Examiner's Initials Other

CR2E031(10/92)

ARTICLES OF AMENDMENT TO ARTICLES OF INCORPORATION OF

FILED

95 OCT 19 AHII: 21

SECRETARY OF STATE
TALLAHASSEE FLORIDA

(present name)

FLORIDA HEALTH GROUP, INC.

Pursuant to the provisions of section 607.1006, Florida Statutes, this corporation adopts the following articles of amendment to its articles of incorporation:

FIRST: Amendment(s) adopted: (indicate article number(s) being amended, added or deleted)

ARTICLE VI is amended to read as follows:

The corporation shall have one (1) director initially. The number of directors of the Corporation may either increase or diminish from time to time by the By-Laws, but shall never be less than two (2) directors. The names and addresses of each member of the initial Board of Directors who shall hold office for the first year of existence of the corporation or until his or her successor(s) are elected or appointed and qualified, are:

NAME ARTURO GODINEZ **ADDRESS**

1255 West 46 Street Suite 1011 Hialeah, Florida 33012

SECOND: If an amendment provides for an exchange, reclassification or cancellation of issued shares, provisions for implementing the amendment if not contained in the amendment itself, are as follows:

THIRD: The date of each amendment's adoption: September 1, 1995

FOI	URTH: Adoption of Amendment(s) (CHECK ONE)
	The amendment(s) was/were approved by the shareholders. The number of votes cast for the amendment(s) was/were sufficient for approval.
	The amendment(s) was/were approved by the shareholders through voting groups. The following statement must be separately provided for each voting group entitled to vote separately on the amendment(s):
	"The number of votes cast for the amendment(s) was/were
	sufficient for approval by" voting group
X	The amendment(s) was/were adopted by the board of directors without shareholder action and shareholder action was not required.
	The amendment(s) was/were adopted by the incorporators without shareholder action and shareholder action was not required.
	Signed this day of, 19 Signature
	OR
	(By a director if adopted by the directors)
	OR (By an incorporator if adopted by the incorporators)
	ARTURO GODINEZ Typed or printed name
	DIRECTOR, PRESIDENT, SECRETARY/TREASURER Title

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