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P9500063765

ACCOUNT NO. : 072100000032

REFERENCE : 661248 4143A

AUTHORIZATION :

Patricia Pyjunt

COST LIMIT : \$ 122.50

ORDER DATE : August 17, 1995

ORDER TIME : 10:28 AM

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ORDER NO. : 661248

CUSTOMER NO: 4143A

CUSTOMER: Jay R. Begkin, Esq
FROMBERG FROMBERG LEWIS AND
BRECKER, P.A.
Suite 505
20801 Biscayne Boulevard
N. Miami Beach, FL 33180

EFFECTIVE DATE
AUG 10 1995

DOMESTIC FILING

NAME: ALPHA H. INC.

XX ARTICLES OF INCORPORATION
____ CERTIFICATE OF LIMITED PARTNERSHIP

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

XX CERTIFIED COPY
____ PLAIN STAMPED COPY
____ CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Lori R. Dunlap

EXAMINER'S INITIALS: _____

T. BROWN

AUG 17 1995

RECEIVED
FILED
95 AUG 17 PM 1:48
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

EFFECTIVE DATE
AUG 10 1995

**ARTICLES OF INCORPORATION
OF
ALPHA H. INC.**

FILED
95 AUG 17 PM 1:48
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLE I - NAME

The name of this corporation is: ALPHA H. INC.

ARTICLE II - ADDRESS OF PRINCIPAL OFFICE

The principal office address of this corporation is:

2845 Aventura Boulevard, Suite 114
Aventura, FL 33180

ARTICLE III - BEGINNING OF CORPORATE EXISTENCE

The existence of this corporation shall commence on the earliest day allowable pursuant to Florida law for the commencement of corporate existence; and shall continue perpetually unless dissolved according to law.

ARTICLE IV - PURPOSE

The general nature of the business or businesses to be transacted by the corporation is as follows: The transaction of any or all lawful business for which corporations may be incorporated under Florida Statutes.

ARTICLE V - CAPITAL STOCK

The maximum number of shares of stock this corporation is authorized to have outstanding at any time shall be 1,000 shares of Common Stock at One Dollar (\$1.00) par value.

All the aforementioned stock is to be issued as fully paid for and exempt from assessment.

The capital stock may be paid for in money, property, labor or services, at a just valuation to be fixed by the Incorporators or by the Directors at a meeting called for such purposes.

ARTICLE VI - INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial registered office of this corporation and the name of the initial registered agent of this corporation at such address are as follows:

<u>Registered Agent</u>	<u>Street Address of Registered Office</u>
DADE COUNTY CORPORATE AGENTS, INC.	20801 Biscayne Boulevard, Suite 505 Aventura, FL 33180

ARTICLE VII - INITIAL BOARD OF DIRECTORS

The business of this corporation shall be conducted by a Board of Directors of not less than one (1) Director, the exact number of Directors to be fixed by the Bylaws of this corporation. Directors need not be stockholders. The initial Director of this corporation shall be the Incorporator named below who shall hold office until the first meeting of Incorporators of this corporation and until the successor Directors are elected and have qualified.

ARTICLE VIII - INCORPORATOR

The name and address of the person signing these Articles is:

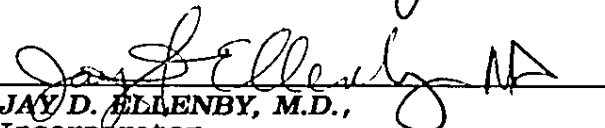
JAY D. ELLENBY, M.D.
2845 Aventura Boulevard, Suite 114
Aventura, FL 33180

ARTICLE IX - INDEMNIFICATION

To the extent permitted by law, the corporation shall indemnify and hold harmless each person serving as Officers or Directors of the corporation, and each person who serves at the request of the corporation as a Director or Officer of any other corporation, from and against any and all claims and liabilities to which such person shall become subject by reason of his being Director or Officer of the corporation, or by reason of any action alleged to have been taken or omitted by him as a Director or Officer. The corporation shall reimburse each person for all costs, legal and other expenses reasonably incurred by him in connection with any claim or liability as to which it shall be adjudged that such Officer or Director is liable to the extent permitted by law.

The rights accruing to any person under the foregoing provisions shall not exclude any other right to which he may be lawfully entitled, nor shall anything therein contained restrict the right of the corporation to indemnify or reimburse such person in any proper case even though not specifically provided for herein.

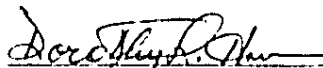
IN WITNESS WHEREOF, the undersigned Incorporator has executed these Articles of Incorporation this 16 day of Aug., 1995.


JAY D. ELLENBY, M.D.,
Incorporator

STATE OF FLORIDA)
) SS:
COUNTY OF DADE)

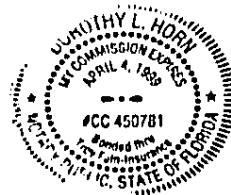
16th The foregoing instrument was acknowledged before me this day of August, 1995, by JAY D. ELLENBY, M.D., President of ALPHA H. INC., to me well known to be the person described in and who

executed the foregoing Articles of Incorporation, and he acknowledged before me that he executed the same for the purposes therein expressed, and who is personally known to me.



SIGNATURE OF PERSON TAKING ACKNOWLEDGMENT

PRINT NAME OF ACKNOWLEDGER: DOROTHY L. HORN
TITLE: Notary Public
COMMISSION NUMBER:



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

IN COMPLIANCE WITH SECTIONS 48.091 and 617.0501, FLORIDA STATUTES, THE
FOLLOWING IS SUBMITTED:

FIRST--THAT ALPHA H. INC, DESIRING TO ORGANIZE OR QUALIFY UNDER THE
LAWS OF THE STATE OF FLORIDA, WITH ITS PRINCIPAL PLACE OF BUSINESS AT CITY
OF AVENTURA, STATE OF FLORIDA, HAS NAMED DADE COUNTY CORPORATE
AGENTS, INC., LOCATED AT 20801 BISCAYNE BOULEVARD, SUITE 505, CITY OF
AVENTURA, STATE OF FLORIDA, AS ITS AGENT TO ACCEPT SERVICE OF PROCESS
WITHIN FLORIDA.

ALPHA H. INC., a
Florida corporation

By: 

JAY D. ELLENBY, M.D.

TITLE: Incorporator

DATE: August 16, 1995

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.

DADE COUNTY CORPORATE AGENTS, INC.

By: 

Malcolm H. Fromberg
Vice President

DATE: August 16, 1995

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FILED
95 AUG 17 PM 1:49
SECRETARY OF STATE
TALLAHASSEE, FLORIDA