

P96000011282

LAW OFFICES

FRESHMAN FRESHMAN & TRAITZ
PROFESSIONAL ASSOCIATION

GERALD A. FRESHMAN
LAWRENCE R. FRESHMAN *
JAMES J. TRAITZ
STACEY F. SOLOFF
NICOLE L. GILMORE
MIA LUCAN

CARROLL L. PAYNE
OF COUNSEL

* MEMBER OF THE BAR IN FLORIDA & NEW YORK

TWO DATHAN CENTER
SUITE 1701
4130 SOUTH DADELAND BLVD
MIAMI, FLORIDA 33156
TELEPHONE (305) 670-1400

December 29, 1995

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

RE: Phoenix *Medical Management* Group, Inc.

ENCLOSURE
444122.50 444122.50

Gentlemen:

Enclosed please find an original and one copy of the Articles of Incorporation of Phoenix Management Group, Inc. and check in the amount of \$122.50 representing the filing fee, registration fee etc. Please forward a certified copy of the Articles back to our office in the enclosed self-addressed stamped envelope.

Very truly yours,

Stacey F. Soloff
STACEY F. SOLOFF

SFS:rlg
Enclosure

~~496-720~~

~~500~~

Dmc
2-6-96

FILED
96 FEB -5 AM 10:11
SECRETARY OF STATE
TALLAHASSEE, FLORIDA



FLORIDA DEPARTMENT OF STATE
Sandra B. Mortham
Secretary of State

January 9, 1996

STACEY F. SOLOFF, ESQ.
FRESHMAN FRESHMAN & TRAITZ
9130 SOUTH DADELAND BLVD SUITE 1701
MIAMI, FL 33156

SUBJECT: PHOENIX MANAGEMENT GROUP, INC.
Ref. Number: W9600000720

We have received your document for PHOENIX MANAGEMENT GROUP, INC. and your check(s) totaling \$122.50. However, the enclosed document has not been filed and is being returned for the following correction(s):

The name designated in your document is unavailable since it is the same as, or it is not distinguishable from the name of an existing entity. Simply adding "of Florida" or "Florida" to the end of an entity name **DOES NOT** constitute a difference. Please select a new name and make the substitution in all appropriate places. One or more words may be added to make the name distinguishable from the one presently on file.

When the document is resubmitted, please return a copy of this letter to ensure that your document is properly handled.

If you have any questions about the availability of a particular name, please call (904) 488-9000.

If you have any questions concerning the filing of your document, please call (904) 487-6923.

Doris McDuffie
Corporate Specialist Supervisor

Letter Number: 196A00001145

LAW OFFICES
FRESHMAN FRESHMAN & TRAITZ
PROFESSIONAL ASSOCIATION

JERARD A. FRESHMAN
LAWRENCE N. FRESHMAN *
JAMES J. TRAITZ
STACEY F. SOLOFF
NICOLE L. GILMORE
MIA LUCAN
CARROLL L. WAYNE
OF COUNSEL

TWO DATTAH CENTER
SUITE 1701
6130 SOUTH WADSWORTH BLVD
MIAMI, FLORIDA 33156
TELEPHONE (305) 670-1400

January 26, 1996

* MEMBER OF THE BAR IN FLORIDA & NEW YORK

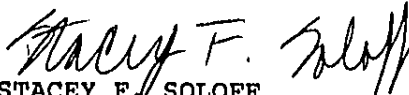
Secretary of State
Division of Corporations
P. O. Box 6327
Tallahassee, Florida 32314
Attention: Doris McDuffie

RE: Phoenix Medical Management, Inc.
Letter No. 196A00001145

Gentlemen:

Thank you for your letter of January 9, 1996, a copy being enclosed for your easy reference. I have enclosed Articles of Incorporation of Phoenix Medical Management, Inc. Please forward a certified copy of the Articles back to our office in the enclosed self-addressed stamped envelope.

Very truly yours,


STACEY F. SOLOFF

SFS:lrg
Enclosure

**ARTICLES OF INCORPORATION
OF
PHOENIX MEDICAL MANAGEMENT, INC.**

FILED
96 FEB -5 AM 10:11
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The undersigned incorporator hereby forms a corporation under Chapter 607 of the laws of the State of Florida.

ARTICLE I - NAME

The name of the corporation shall be:

PHOENIX MEDICAL MANAGEMENT, INC.

The address of the principal office of this corporation shall be 9130 South Dadeland Boulevard, Suite 1701, Miami, Florida 33156 and the mailing address shall be the same.

ARTICLE II - NATURE OF BUSINESS

This corporation may engage or transact in any or 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

This corporation is authorized to issue one hundred (100) shares of common stock having no par value per share.

ARTICLE IV - INCORPORATOR

The name and street address of the incorporator to these Articles of Incorporation is:

Stacey F. Soloff
9130 South Dadeland Boulevard
Suite 1701
Miami, Florida 33156

ARTICLE V - REGISTERED AGENT AND OFFICE

The name and address of the initial registered agent of this corporation is:

Stacey F. Soloff
9130 South Dadeland Boulevard
Suite 1701
Miami, Florida 33156

ARTICLE VI - TERM OF EXISTENCE

This corporation is to exist perpetually.

ARTICLE VII - DIRECTORS

This corporation shall have one director initially. The number of directors may be increased or decreased from time to time in such manner as may be prescribed by the bylaws. The names and addresses of the initial directors of this corporation are:

<u>Name</u>	<u>Address</u>
Stefani Daniels	9130 S. Dadeland Blvd., Suite 1701 Miami, Florida 33156

ARTICLE IX - OFFICERS

The names and addresses of the initial officers of this corporation are:

<u>Officers</u>	<u>Name</u>	<u>Address</u>
President	Stefani Daniels	9130 S. Dadeland Blvd., Suite 1701 Miami, Florida 33156
Secretary	Stacey F. Soloff	9130 S. Dadeland Blvd., Suite 1701 Miami, Florida 33156

IN WITNESS WHEREOF, the undersigned subscriber has executed these Articles of Incorporation this 31 day of JANUARY, 1996.

Stacey F. Soloff

Stacey F. Soloff

STATE OF FLORIDA)
) SS:
COUNTY OF DADE)

I HEREBY CERTIFY that on this day, before me, a Notary Public, duly authorized in the State of Florida, County of Dade to take acknowledgements, personally appeared **STACEY F. SOLOFF**, to me known to be the person who executed the foregoing Articles of Incorporation, and who acknowledged before me that she executed these Articles of Incorporation.

WITNESS my hand and official seal in the County and State above named this 31 day of JANUARY, 1996.

Diane P. Streeter

NOTARY PUBLIC

OFFICIAL NOTARY SEAL
DIANE P STREETER
NOTARY PUBLIC STATE OF FLORIDA
COMMISSION NO. CC444456
MY COMMISSION EXP. MAR. 12, 1999

DIANE P. STREETER
(Print, type or stamp Commissioned
Name of Notary Public)

Personally known or Produced Identification _____
Type of Identification produced _____

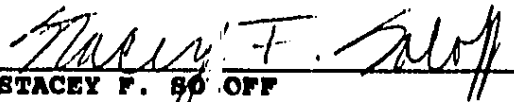
FILED

96 FEB -5 AM 10:11

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ACCEPTANCE OF REGISTERED AGENT

The undersigned, having been named to accept service of process for PHOENIX MEDICAL MANAGEMENT, INC. at the place designated in Article V hereof, hereby accepts such agency and agrees to comply with the provisions of the Florida Statutes relative to keeping open said office.


STACEY F. SOFF