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JOEL D. KOPELMAN
SAMUEL D. NAVON
GARRY W. O'DONNELL

March 27, 1996

REPLY TO
FORT LAUDERDALE

Division of Corporations
Post Office Box 6327
Tallahassee, FL 32314

Re: ECS Physician Management, Inc.
Our File No. 388.002

400001762764
-03/29/96--01064--010
****122.50 ****122.50

Dear Sir or Madam:

Enclosed please find an original and one photocopy of the Articles of Incorporation of ECS Physician Management, Inc. for filing with the Secretary of State, together with a check in the amount of \$122.50, representing the fee for filing and obtaining a certified copy of the Articles. Also enclosed please find a self-addressed stamped envelope for your use in returning the certified copy to the undersigned.

If you have any questions regarding the enclosure or this request, please do not hesitate to contact me. Thank you for your attention to this matter.

Very truly yours,

NAVON, KOPELMAN & O'DONNELL, P.A.

Marilyn G. Olmsted
Marilyn G. Olmsted
Legal Assistant

/mgo
Enclosures
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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLES OF INCORPORATION

OF

ECS PHYSICIAN MANAGEMENT, INC.

The undersigned incorporator does hereby make, subscribe, file and acknowledge these Articles of Incorporation for the purpose of organizing a corporation under the Florida Business Corporations Act.

ARTICLE I

NAME OF CORPORATION

The name of this Corporation shall be:

ECS Physician Management, Inc.

ARTICLE II

PRINCIPAL OFFICE AND MAILING ADDRESS

The principal office and the mailing address of the Corporation is 1550 N.E. Miami Gardens Drive, Suite 504, North Miami Beach, Flori. 33180.

ARTICLE III

AUTHORIZED SHARES

The total authorized capital stock of this Corporation shall consist of 7,500 shares of Common Stock, par value \$1.00 per share.

ARTICLE IV

ADDRESS OF REGISTERED OFFICE IN THIS STATE

The street address of the initial registered office of this Corporation in the State of Florida is 1550 N.E. Miami Gardens Drive, Suite 504, North Miami Beach, Florida, 33180 and the initial

registered agent of this Corporation at that address shall be Jeffrey P. Schillinger.

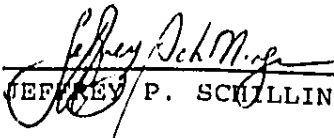
ARTICLE V

INCORPORATOR

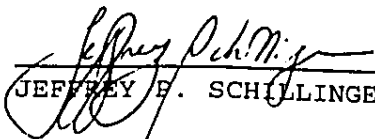
The name and street address of the person signing these Articles of Incorporation is:

Jeffrey P. Schillinger
Suite 504
1550 N.E. Miami Gardens Drive
North Miami Beach, Florida 33180

IN WITNESS WHEREOF, I have hereunto subscribed my hand and seal this 27th day of March, 1996.


JEFFREY P. SCHILLINGER

THE UNDERSIGNED, named as the registered agent in Article V of these Articles of Incorporation, hereby accepts the appointment as such registered agent, and acknowledges that he is familiar with, and accepts the obligations imposed upon registered agents under, the Florida Business Corporation Act, including specifically Section 607.0505.


JEFFREY P. SCHILLINGER

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA