

5

2:20 PM

PUBLIC ACCESS SYSTEM
ELECTRONIC FILING COVER SHEET
TO: DIVISION OF CORPORATIONS FROM: EMPLOYEE COMPANY
DEPARTMENT OF STATE
STATE OF FLORIDA
09 1ST DISTRICT
ALABAMA
FAX: (904) 221-1000
541-1770
(((H96000000182)))

DOCUMENT TYPE: FLORIDA PROFIT CORPORATION OR P.A.
NAME: HEALTH SYSTEMS INTERNATIONAL, INC.
FAX AUDIT NUMBER: H96000000182
DATE REQUESTED: 05/01/1996
CERTIFIED COPIES: 1
NUMBER OF PAGES: 2
ESTIMATED CHARGE: \$122.50
CURRENT STATUS: REQUESTED
TIME REQUESTED: 14:20:29
CERTIFICATE OF STATUS: 0
METHOD OF DELIVERY: FAX
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.

(((H96000000182)))
** ENTER 'M' FOR MENU. **
ENTER SELECTION AND <CR>: 5/01/96
Help F1 Option Menu F2

NUM CAPS Connect: 00:37:1

FILED
96 MAY -1 PM 4:49
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

5/2

DIVISION OF CORPORATIONS

96 MAY -1 PM 4:32

RECEIVED

P.06/14

MAY-01-1996 15:17

H96000006162

ARTICLES OF INCORPORATION

(2)

of HEALTH SYSTEMS INTERNATIONAL, INC.
a CORPORATION FOR PROFIT formed under the Florida General Corporation Act.

Article 1: Name of the Corporation: HEALTH SYSTEMS INTERNATIONAL, INC.
Address of the Corporation: 1500 BAY RD, SUITE 1185
MIAMI BEACH, FL 33139

Article 2: DURATION: Term of existence of the corporation is perpetual.

Article 3: PURPOSE: The Corporation may transact any and all lawful business for which corporations may be incorporated under the laws of the UNITED STATES and the STATE OF FLORIDA.

Article 4: CAPITAL STOCK: The number of shares which the corporation has authorized to be outstanding at any one time is 100
PAR VALUE _____ (Information about PAR VALUE is not required but may be included).

Article 5: REGISTERED OFFICE: The street address of the initial registered office of the corporation shall be: 1500 BAY ROAD, SUITE 1185 MIAMI BEACH FL 33139
and the name of the initial registered agent at such address is FRANK CASTRO.

I am familiar with and hereby accept the duties and responsibilities as registered agent for said corporation

[Signature]
Registered Agent

4/30/96
Date

Article 6: The board of directors are as follows:

The name and address of the Initial Director: (All persons listed after the first are additional directors)

1. FRANK CASTRO, 1500 Bay Road, Suite 1185, Miami Beach, FL 33139
BETTY ROFFWARG, 1500 Bay Road, Suite 1185, Miami Beach, FL 33139

Article 7: The Name and address of the incorporator is:

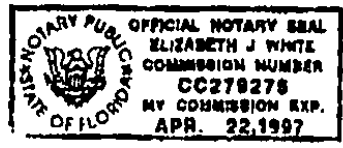
FRANK CASTRO
1500 BAY ROAD, SUITE 1185, MIAMI BEACH, FL 33139

In witness whereof I have subscribed my name

Elizabeth J. White

[Signature]
Signature of Incorporator

John J. Malloy, Esq.
10723 S.W. 104 STREET
Miami, FL 33176
Florida Bar No. 0872334
Telephone - (305) 272-9600



H96000006162

06/09/1997 13:54 3056729733

HEALTH SYSTEMS INTL

PAGE 01

HEALTH SYSTEMS INTERNATIONAL

PA6000037974

1900 Bay Road, Suite 1185
Miami Beach, Florida 33139
Phone (305) 538-6038
Fax (305) 672-9733
Mail: bhs@ix.netcom.com

June 9, 1997

TO: Dept. of State, Division of Corporations
Attention: Amendment Section
Via fax 904-487-6013
FROM: Frank Castro
RE: Address Change

This is to notify you that effective June 14, 1997, the new address for Health Systems International will be:

4430 Royal Palm Avenue
Miami Beach, FL 33140

Thank you.

Frank Castro

VS 6/10

Representing:

AMES FIT
SPORTSWEAR

R-97X

3056729733

06-09-97 01:48PM P001 #25