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W. W. Gardner & Associates, Inc.

P.O. BOX 320045, Coconut Beach, Florida 32032-0045 Phone (407) 709-2185 Fax (407) 709-4811

May 16, 1996

Secretary of State
Division of Corporations
Department of State
The Capitol
Tallahassee, Florida 32301

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-05/20/96--01066--001
****122.50 ****122.50

Re: healthcareCORRECT., Inc.

TO WHOM IT MAY CONCERN

Enclosed herewith please find the original and one copy of the Articles of Incorporation of healthcareCORRECT., Inc. together with our firm draft in the amount of \$122.50 representing the following:

Filing Fee	\$ 35.00
Registered Agent Fee	35.00
Certified Copy Fee	52.50

Please file the original of the enclosed Articles of Incorporation and return a certified Copy to our office. Thank you for your assistance in this matter.

Yours truly,

Winston W. Gardner, Jr.
Winston W. Gardner, Jr.

Enclosure

Ms. EURE:

PLEASE CALL WHEN YOU
RECEIVE - (407) 636-0874.

THANKS.

Bud Gardner
Sp20

FILED
96 MAY 20 AM 10:10
DIVISION OF STATE
TALLAHASSEE, FLORIDA
RECEIVED
96 MAY 20 AM 10:10
DIVISION OF STATE
TALLAHASSEE, FLORIDA

ARTICLES OF INCORPORATION

OF

healthcareCORRECT., Inc.

The undersigned, for the purpose of forming a corporation under the Florida General Corporation Act hereby adopt the following Articles of Incorporation:

ARTICLE I

NAME

The name of the corporation shall be: healthcareCORRECT., Inc.

ARTICLE II

DURATION

The term of existence of the corporation is perpetual.

ARTICLE III

NATURE AND PURPOSE OF THE CORPORATION

The corporation is formed to conceptualize, plan, develop, operate and maintain healthcare facilities providing acute and subacute healthcare, skilled nursing and long term care, outpatient care and hospice services to serve inmates who are sentenced to or placed in the custody of local, state or federal detention facilities. . The corporation may transact any and all lawful business for which corporations may be incorporated under the Florida General Corporation Act.

ARTICLE IV

CAPITOL STOCK

The aggregate number shares which the corporation has authority to issue is 1,000 shares, all of which shall be common shares with a par value of \$ 0.01 per share.

NOTE: Par value shares may be issued only for a consideration having a value, in the judgment of the Board of Directors, at least equivalent to the full par value of the stock to be issued. All shares issued shall be fully paid and nonassessable.

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLE V

PRE-EMPTIVE RIGHTS

Every shareholder, upon the sale for cash of any new stock of this corporation of the same kind, class or series as that which he already holds, shall have the right to purchase his pro rata share thereof (as nearly as may be done without issuance of fractional shares) at the price at which it is offered to others.

ARTICLE VI

INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial registered office of the corporation is 3585 South Atlantic Avenue, Cocoa Beach, Florida 32932 and the name of the initial registered agent of this corporation at that address is Winston W. Gardner, Jr.

ARTICLE VII

DIRECTORS

The corporation shall have two directors initially. The number of directors may be either increased or diminished from time to time by the by-laws, but shall never be less than one. The Name and address of the initial directors are:

Winston W. Gardner, Jr.

3585 South Atlantic Avenue
Cocoa Beach, Florida 32932

Charles R. Ranson

325 West Park Avenue
Tallahassee, Florida 32301

ARTICLE VIII

INCORPORATOR

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

Winston W. Gardner, Jr.

3585 South Atlantic Avenue
Cocoa Beach, Florida 32932

ARTICLE IX

SECTION 1244 STOCK

The corporation is authorized to offer and issue all its shares of common stock whereby the corporation and its shareholders shall be entitled to take advantage of the provisions of section 1244 of the Internal Revenue code of 1954.

ARTICLE X

INDEMNIFICATION

The corporation shall indemnify any officer or director, or any former officer or director, to the full extent permitted by law.

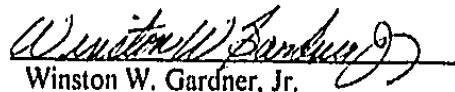
ARTICLE XI

AMENDMENT

These Articles of Incorporation may be amended in the manner provided by law. Every amendment shall be approved by the Board of Directors, proposed by them to the stockholders and approved at a stockholders' meeting by at least a majority of the stock entitled to vote, unless all of the directors and all of the stockholders sign a written statement manifesting their intention that a certain amendment of these Articles of Incorporation be made.

IN WITNESS WHEREOF we have subscribed our names this 16th day of May 7,

1996


Winston W. Gardner, Jr.

CERTIFICATE DESIGNATION PLACE OF BUSINESS FOR SERVICE OF PROCESS
WITHIN THIS STATE; NAMING AGENT UPON WHOM LEGAL PROCESS MAY BE
SERVED.

Pursuant to Chapter 48.091, Florida Statutes (1981), the following is submitted in
legal compliance:


healthcareCORRECT., Inc. a corporation desiring to organize under the laws of
the State of Florida, with its principle office at 874 Dixon Blvd.; Cocon, Florida 32922 has
named:

Winston W. Gardner, Jr.
3585 South Atlantic Avenue
Cocon Bench, Florida 32932

as its agent to accept service of process within this state at that address.

ACKNOWLEDGMENT:

Having been named to accept service of process for the corporation
healthcareCORRECT., Inc. at that address, I do hereby agree to act in this capacity, and agree to
keep said office open in compliance with the requirements of said statutes.


Winston W. Gardner, Jr.
Registered Agent

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA