

P96000063857

Andrew H. Moriber
Attorney at Law
407 Lincoln Road
Miami Beach, Florida 33139
Telephone: (305) 534-1905

July 24, 1996

Department of State
Division of Corporations
P.O. Box 6327
Tallahassee, FL 32314

000001907610
-07/30/96--01039--016
*****78.75 *****78.75

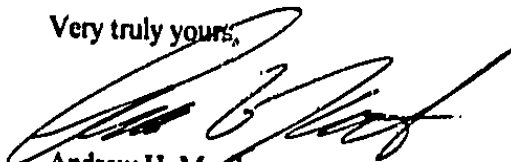
RE: Tribal Health Management, Inc.

Dear Sir or Madam:

Enclosed is an original and one copy of the articles of incorporation and a check for \$78.75
(Filing Fee and Certificate).

Kindly accept same for filing and return the evidence of filing and Certificate to me at the
above address.

Very truly yours,


Andrew H. Moriber

JUL 31 1996 BSB

FILED
95 JUL 29 AM 8:54
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLES OF INCORPORATION
OF
TRIBAL HEALTH MANAGEMENT, INC.

FILED
96 JUL 29 AM 8:54
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLE I
NAME

The name of the corporation shall be:

TRIBAL HEALTH MANAGEMENT, INC.

ARTICLE II
PRINCIPAL OFFICE

The principal place of business and mailing address of this corporation shall be:

Suite 2-E
407 Lincoln Road
Miami Beach, FL 33139

ARTICLE III
SHARES

The number of shares of stock that this corporation is authorized to have outstanding at any one time is:

1000 Shares, No Par Value

The corporation elects to have preemptive rights.

ARTICLE IV
AMENDMENTS

These articles may only be amended by a vote of the shareholders constituting not less than two thirds (2/3) of the shares duly issued and outstanding.

ARTICLE V
INITIAL RESIDENT AGENT & STREET ADDRESS

The name and address of the initial registered agent is:

Andrew H. Moriber
Suite 2-E
407 Lincoln Road
Miami Beach, Florida 33139

ARTICLE VI
INCORPORATOR

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

Andrew H. Moriber
Suite 2-E
407 Lincoln Road
Miami Beach, Florida 33139

The undersigned incorporator has executed these Articles of Incorporation this 24th day of July, 1996.


Andrew H. Moriber

**CERTIFICATE OF DESIGNATION
OF
REGISTERED AGENT/REGISTERED OFFICE**

PURSUANT TO THE PROVISIONS OF SECTION 607.0501 OR 617.0501 FLORIDA STATUTES, THE UNDERSIGNED CORPORATION ORGANIZED UNDER THE LAWS OF THE STATE OF FLORIDA, SUBMITS THE FOLLOWING STATEMENT IN DESIGNATING THE REGISTERED OFFICE/REGISTERED AGENT, IN THE STATE OF FLORIDA.

1. The name of the Corporation is:

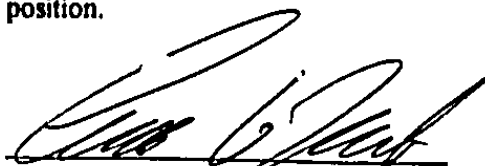
Tribal Health Management, Inc.

2. The name and address of the registered agent and office is:

Andrew H. Moriber
Suite 2-E
407 Lincoln Road
Miami Beach, Florida 33139

FILED
96 JUL 29 AM 8:54
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Having been named as registered agent and to accept service of process for the above stated corporation at the place designated in this certificate, I hereby accept the appointment as registered agent and agree to act in this capacity. I further agree to comply with the provisions of all statutes relating to the proper and complete performance of my duties, and I am familiar with and accept the obligations of my position.



Andrew H. Moriber

July 24, 1996