

HOWARD FREIDIN •
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October 22, 1996

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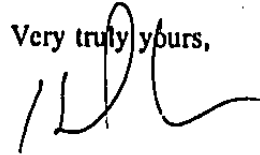
Department of State
Division of Corporations
P.O. Box 6327
Tallahassee, FL 32314

RE: Ferraris Healthcare, Inc.

Gentlemen:

Enclosed please find an original and one (1) copy of the Articles of Incorporation for the above-captioned corporation and a check in the amount of \$122.50 representing the filing fees, designation of registered agent fees and fees for obtaining a certified copy.

Very truly yours,



HOWARD FREIDIN

HF/skt
Enclosures

cc: Mr. Frederick E. Ferraris (w/enclosure)

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
95 OCT 25 AM 11:36

ag 10/29/96

ARTICLES OF INCORPORATION
OF
FERRARIS HEALTHCARE, INC.

STATE
ATTORNEY
9501725 111:06

The undersigned incorporator(s), for the purpose of forming a corporation under the Florida Business Corporation Act, hereby adopt(s) the following Articles of Incorporation.

ARTICLE I NAME

The name of the corporation shall be: Ferraris Healthcare, Inc.

ARTICLE II PRINCIPAL OFFICE

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

13871 Silver Lake Ct.
Fort Myers, FL 33912

ARTICLE III CAPITAL STOCK

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

1000, \$1.00 par value

ARTICLE IV INITIAL REGISTERED AGENT AND ADDRESS

The name and address of the initial registered agent is:

Frederick E. Ferraris
13871 Silver Lake Ct.
Fort Myers, FL 33912

ARTICLE V INCORPORATOR(S)

The name(s) and street address(es) of the incorporator(s) to these Articles of Incorporation is (are):

Frederick E. Ferraris
13871 Silver Lake Ct.
Fort Myers, FL 33912

Ma. Angeles I. Ferraris
13871 Silver Lake Ct.
Fort Myers, FL 33912

The undersigned have executed these Articles of Incorporation this 22nd day of October 1996.


Frederick E. Ferraris


Ma. Angeles Ferraris

CERTIFICATION OF DESIGNATION

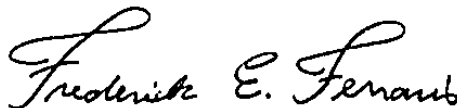
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DIVISION OF CORPORATIONS

REGISTERED AGENT/REGISTERED OFFICE 96 OCT 25 AM 11:36

Pursuant to the provisions of section 607.0501, 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: FERRARIS HEALTHCARE, INC.
2. The name and address of the registered agent and office is:

Frederick E. Ferraris
13871 Silver Lake Ct.
Fort Myers, FL 33912



Corporate Officer - Frederick E. Ferraris

Title: President

Date: October 22, 1996

Having been named as registered agent and to accept service of process for the above stated corporation at the place designated in this certification, 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 as registered agent.



Signature - Frederick E. Ferraris

Date: October 22, 1996