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FLORIDA DIVISION OF CORPORATIONS

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FROM: STRAWN & MONAGHAN, P.A. ACCT#:
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CONTACT: JOEL T. STRAWN OR AUDY R. JOHNSTON
PHONE: (407)278-9400 FAX #:
(407)278-9462

NAME: ADVANCE HEALTH SERVICES II, INC.
AUDIT NUMBER......H97000000152
DOC TYPE..........FLORIDA PROFIT CORPORATION OR P.A.
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ARTICLES OF INCORPORATION
OF
ADVANCE HEALTH SERVICES II, INC.

The Incorporator named herein does hereby subscribe to and file these Articles of Incorporation for the purpose of organizing a corporation under the Florida Business Corporation Act.

Article I. - Name

The name of this corporation is:

ADVANCE HEALTH SERVICES II, INC.

Article II. - Purpose

This corporation is organized for the purpose of transacting any or all lawful business for which corporations may be incorporated under the Florida Business Corporation Act.

Article III. - Capital Stock

The aggregate number of shares which this corporation shall have authority to issue is 7,500 shares of common stock, consisting of one class, and having a par value of $1.00.

Article IV. - Preemptive Right

The shareholders of this corporation, having the same kind, class or series of stock, shall have the preemptive right to purchase, at the price which it is offered to others, a pro rata share (as nearly as may be done without issuance of fractional shares) of unissued or treasury shares of the corporation; or securities of the corporation convertible into or carrying a right to subscribe to or acquire shares.

Jeffrey L. Cohen, Esq. (Florida Bar #703966)
Strawn, Monaghan & Cohen, P.A.
54 N. E. Fourth Avenue
Delray Beach, FL 33483
(407) 278-9400

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Article V. - Principal Office or
Mailing Address; Resident Agent

The mailing address of the corporation and the initial registered office of this corporation is 6262 Sunset Drive, South Miami, Florida 33143, and the name of the initial registered agent of this corporation at that address is Howard May, D.C.

Article VI. - Initial Board of Directors

This corporation shall have two directors initially. The number of directors may be either increased or decreased from time to time through Bylaws adopted by the shareholders, but shall never be less than one (1). The names and addresses of the initial Directors of this corporation are:

NAME	ADDRESS
Howard May, D.C.	6262 Sunset Drive South Miami, FL 33143
Christopher Goetz, D.C.	6262 Sunset Drive South Miami, FL 33143

Article VII. - Incorporator

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

NAME	ADDRESS
Howard May, D.C.	6262 Sunset Drive South Miami, FL 33143

Article VIII. - Bylaws

The power to adopt, alter, amend or repeal Bylaws shall be vested in the Board of Directors and the shareholders; except those Bylaws that may be adopted by the shareholders, and designated as such, shall not be altered, amended or repealed by the Directors.

Article IX. - Amendment

This corporation reserves the right to amend or repeal any provisions contained in these Articles of Incorporation, or any amendment thereto, and any right conferred upon the shareholders is subject to this reservation.

Article X - Indemnification

The corporation shall indemnify any officer or Director, or any former officer or Director, to the full extent permitted by law for all acts performed or failed to be performed, in good faith within the scope of his/her duties on behalf of the Corporation.

IN WITNESS WHEREOF, the undersigned Incorporator has executed these Articles of Incorporation on December 31, 1996.

Howard May, D.C.

Howard May, D.C., Incorporator

STATE OF FLORIDA)
) ss
COUNTY OF DADE)

I hereby certify that on this day before me, an officer duly qualified to take acknowledgments, personally appeared Howard May, D.C., who is personally known to me or who has produced a driver's license as identification and who did not take an oath.

WITNESS my hand and official seal in the County and State last aforesaid this 31 day of December, 1996.

(Notary Seal)

Michelle J Chickillo

Notary Public
Print Name: Michelle J Chickillo

NOTARY PUBLIC STATE OF FLORIDA
Michelle J Chickillo
My Commission CC566807
Expires Sep. 18, 2000

My commission expires:

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ACCEPTANCE OF DESIGNATION AS REGISTERED AGENT

The undersigned, named as the Registered Agent in Article V of these Articles of Incorporation, hereby accepts the appointment as such Registered Agent, agrees to act in this capacity, and acknowledges that he is familiar with, and accepts the obligations imposed upon registered agents under the Florida Business Corporation Act.

Howard May, D.C.
Registered Agent

mk K:\WORK\-OTHERC\71804\ADV-II.AOI
December 20, 1996

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