



THE UNITED STATES
CORPORATION
COMPANY

P97000024772

ACCOUNT NO. : 072100000032

REFERENCE : 298969 4330594

AUTHORIZATION :

COST LIMIT : \$ PPD *F12*

RECEIVED
MAR 19 1997
TALLAHASSEE, FLORIDA

ORDER DATE : March 19, 1997

ORDER TIME : 10:45 AM

ORDER NO. : 298969-005

CUSTOMER NO: 4330594

CUSTOMER: Justin Wilson, Legal Assistant
ADORNO & ZEDER, P.A.

Suite 1600
2601 South Bayshore Drive
Miami, FL 33133

FILED
97 MAR 19 PM 1:39
TALLAHASSEE, FLORIDA

DOMESTIC FILING

NAME: SOUTH FLORIDA MULTI SPECIALTY
GROUP MANAGEMENT COMPANY, INC.

EFFECTIVE DATE:

XX ARTICLES OF INCORPORATION
 CERTIFICATE OF LIMITED PARTNERSHIP

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

XX CERTIFIED COPY
 PLAIN STAMPED COPY
 CERTIFICATE OF GOOD STANDING

CONTACT PERSON: W. Charles Earnest

EXAMINER'S INITIALS: _____

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97 MAR 19 PM 12:13
DIVISION OF CORPORATION

K.R. MAR 19 1997

ARTICLES OF INCORPORATION

OF

SOUTH FLORIDA MULTI SPECIALTY GROUP MANAGEMENT COMPANY, INC.

The undersigned, acting as incorporator, signs the following Articles of Incorporation for the purpose of forming a corporation under the laws of the State of Florida.

ARTICLE I

The name of the corporation shall be:

SOUTH FLORIDA MULTI SPECIALTY GROUP MANAGEMENT COMPANY, INC.

ARTICLE II

The existence of the corporation shall commence upon the filing of these Articles of Incorporation by the Department of State and shall be perpetual.

ARTICLE III

The corporation may engage in any and all businesses and activities permitted by the laws of the State of Florida. The corporation shall have all of the powers vested in a corporation organized under and existing by virtue of such laws.

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TALLAHASSEE, FLORIDA

ARTICLE IV

The maximum number of shares which this corporation is authorized to have outstanding at any time is 1,000 shares of Common Stock having a par value of \$1.00 per share.

ARTICLE V

The initial registered agent and street address of the initial registered office of the corporation shall be:

Eduardo Guernica
250 Catalonia Avenue
Coral Gables, Florida 33134

ARTICLE VI

This corporation shall have three directors initially. The names and addresses of the initial directors of the corporation, who shall hold office until their successors are elected and qualified or until their earlier resignation or removal from office are:

Ricardo L. Machado	Pedro O. Diaz	Jose L. Marquez
2140 W. 68th Street	155 West 49th Street	3659 S. Miami Avenue
Suite 403	Hialeah, FL 33012	Suite 4001
Hialeah, FL 33016		Miami, FL 33133

The number of directors may be increased or decreased from time to time pursuant to the bylaws of the corporation, but shall not be less than one.

ARTICLE VII

The name and address of the incorporator of the corporation is:

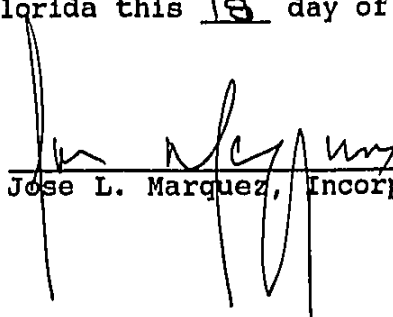
Jose L. Marquez
3659 S. Miami Avenue, Suite 4001
Miami, FL 33133

ARTICLE VIII

The principal business and mailing address of the corporation shall be:

155 W. 49th Street
Hialeah, FL 33012

Executed at Miami, Florida this 18 day of March, 1997.



Jose L. Marquez, Incorporator

ACCEPTANCE BY REGISTERED AGENT

Having been appointed the registered agent of South Florida Multi Specialty Group Management Company, Inc., the undersigned accepts such appointment and agrees to act in such capacity.

Dated this 18th day of March, 1997.



Eduardo Guernica, Registered Agent

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TALLAHASSEE, FLORIDA