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ACCOUNT NO. : 072100000032

REFERENCE : 340105 7110150

AUTHORIZATION :

COST LIMIT : \$ 70.00

*Patricia Pizito*

FILED  
97 MAR 23 PM 2:08  
TALLAHASSEE, FLORIDA

ORDER DATE : April 22, 1997

ORDER TIME : 5:51 PM

ORDER NO. : 340105-015

CUSTOMER NO: 7110150

200002152452--3

CUSTOMER: Ms. Kathy Link  
NATIONAL HEALTHNET CORPORATION

1900 Corporate Boulevard, N.w.  
Suite 400w  
Boca Raton, FL 33431

DOMESTIC FILING

NAME: NH-SUN INC.

EFFECTIVE DATE:

XX ARTICLES OF INCORPORATION  
       CERTIFICATE OF LIMITED PARTNERSHIP

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

       CERTIFIED COPY  
XX PLAIN STAMPED COPY  
       CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Deborah Schroder

EXAMINER'S INITIALS: \_\_\_\_\_

FILED  
97 MAR 23 PM 1:53  
TALLAHASSEE, FLORIDA

APR 23 1997

ARTICLES OF INCORPORATION  
OF  
NH-SUN INC.

FILED  
97 APR 23 PM 2:08  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

The undersigned incorporator hereby forms a corporation under Chapter 607 of the laws of the State of Florida.

ARTICLE I. NAME

The name of the corporation shall be:

NH-SUN INC.

The address of the principal office of this corporation shall be 1900 Corporate Boulevard, Northwest, Suite 400 West, Boca Raton, Florida 33431, and the mailing address of the corporation shall be the same.

ARTICLE II. NATURE OF BUSINESS

This corporation may engage or transact in any or all lawful activities or business permitted under the laws of the United States, the State of Florida or any other state, country, territory or nation.

ARTICLE III. CAPITAL STOCK

The maximum number of shares of stock that this corporation is authorized to have outstanding at any one time is 1,000 shares of common stock having no par value per share.

ARTICLE IV. REGISTERED AGENT

The street address of the initial registered office of the corporation shall be 1201 Hays Street, Tallahassee, Florida 32301, and the name of the initial registered agent of the corporation at that address is Corporation Service Company.

ARTICLE V. TERM OF EXISTENCE

This corporation is to exist perpetually.

ARTICLE VI. DIRECTORS

All corporate powers shall be exercised by or under the authority of, and the business and affairs of the corporation managed under the direction of its Board of Directors, subject to any limitation set forth in these Articles of Incorporation. This corporation shall have four Directors, initially. The names and addresses of the initial members of the Board of Directors are:

Ernest C. Wilcock Dir.	1900 Corporate Boulevard, Northwest Suite 400 West Boca Raton, Florida 33431
James E. Patrick Dir.	Same
Jeff Mallon Dir.	Same
Kamala A. Chapman Dir.	Same

ARTICLE VII. OFFICERS

The name and addresses of the initial officers of the corporation who shall hold office for the first year of the corporation, or until their successors are elected or appointed are:

Ernest C. Wilcock Pres./C.E.O.	1900 Corporate Boulevard, Northwest Suite 400 West Boca Raton, Florida 33431
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James E. Patrick Sec.	Same
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Jeff Mallon Treas.	Same
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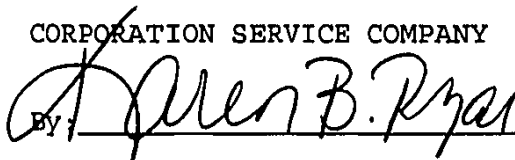
ARTICLE VIII. INCORPORATOR

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

Corporation Service Company  
1201 Hays Street  
Tallahassee, Florida 32301

IN WITNESS WHEREOF, the undersigned agent of Corporation Service Company, has hereunto set their hand and seal of Corporation Service Company on April 22, 1997.

CORPORATION SERVICE COMPANY

By:   
\_\_\_\_\_  
Its Agent, Karen B. Rozar

ACCEPTANCE OF REGISTERED AGENT DESIGNATED  
IN ARTICLES OF INCORPORATION

Corporation Service Company, a Delaware corporation authorized to transact business in this State, having a business office identical with the registered office of the corporation named above, and having been designated as the Registered Agent in the above and foregoing Articles, is familiar with and accepts the obligations of the position of Registered Agent under Section 607.0505, Florida Statutes.

CORPORATION SERVICE COMPANY

By: Karen B. Rozar

Its Agent, Karen B. Rozar

MKE/das

FILED

97/11/8 PM 3:08

1997 11/10