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LAW OFFICES
FREEDMAN & McCLOSKEY

PROFESSIONAL ASSOCIATION
SUITE 700, BARNETT PLAZA
ONE EAST BROWARD BOULEVARD
FORT LAUDERDALE, FLORIDA 33301

REED B. McCLOSKEY
RANDY R. FREEDMAN

TELEPHONE (305) 764-3800
TELECOPIER (305) 764-2840

April 24, 1997

Via FedEx

Secretary of State
Division of Corporation
P.O. Box 6327
Tallahassee, FL 32314

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-04/29/97--01029--002
*****70.00 *****70.00

Re: Comprehensive Local Specialty Care, Inc.

Dear Sir:

I have enclosed this firm's check # 9212 in the amount of \$70.00 as filing fee for the above-referenced corporation. I have also enclosed the original and one copy of the executed Articles of Incorporation. Please return to me one file stamped copy in the enclosed, stamped envelope. Thank you.

Very truly yours,

FREEDMAN & McCLOSKEY, P.A.



Reed B. McClosky

RBM/fjm

Enclosures:

FILED
97 APR 28 PM 3:03
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLES OF INCORPORATION
OF
COMPREHENSIVE LOCAL SPECIALTY CARE, INC.

The undersigned associates for the purpose of becoming a corporation under the laws of the State of Florida, by and under the provisions of the Florida Business Corporation Act, Chapter 607, Florida Statutes, providing for the formation, liability, rights, privileges and immunities of corporations.

ARTICLE I

The name and address of the corporation is:

Comprehensive Local Specialty Care, Inc.
Belle Terre of Sunrise
Building "G"
7800 W. Oakland Park Boulevard
Sunrise, FL 33321

FILED
97 APR 28 PM 3:04
SECOND JUDICIAL CIRCUIT
TALLAHASSEE, FLORIDA

ARTICLE II

This corporation shall commence its existence as of the date of the filing of these articles, and its existence shall be perpetual.

ARTICLE III

This corporation is organized for the purpose of transacting any and all lawful business.

ARTICLE IV

This corporation is authorized to issue one thousand shares of common stock with no par value.

ARTICLE V

The name and address of the initial registered agent and street address of the initial registered office of this corporation are:

Rejean Lapierre
Belle Terre of Sunrise
Building "G"
7800 W. Oakland Park Boulevard
Sunrise, FL 33321

ARTICLE VI

The number of directors of this corporation shall be not less than one (1). The initial number of directors shall be two (2), and the number of directors may be increased and decreased from time to time by the by-laws of this corporation. The names and addresses of the initial directors are:

<u>NAME</u>	<u>ADDRESS</u>
Chantal Bray	4530 N.W. 49th Court Coconut Creek, FL 33073
John McGoohan	1543 Monroe Street Hollywood, FL 33020

ARTICLE VII

The initial officers of the corporation shall be:

<u>NAME</u>	<u>Office</u>
Chantal Bray	President, Secretary.

ARTICLE VIII

The name and address of the incorporator is:

Chantal Bray
4530 N.W. 49th Court
Coconut Creek, FL 33073

ARTICLE IX

The power to adopt, alter, amend or repeal by-laws will be vested in the board of directors and shareholders.

ARTICLE X

The corporation shall indemnify any officer or director, or any former officer or director, to the full extent permitted by law.

ARTICLE XI

This corporation reserves the right to amend or repeal any provisions contained in these Articles of Incorporation, or any amendment to them.

IN WITNESS WHEREOF, the undersigned incorporator has executed these Articles of Incorporation on this 17th day of April, 1997.

Chantal Bray
Chantal Bray
Incorporator

STATE OF FLORIDA)
) ss:
COUNTY OF BROWARD)

The foregoing instrument was acknowledged before me this 17th day of April, 1997 by Chantal Bray, who is personally

known to me or who has produced _____ as
identification and who did (did not) take an oath.

Michelle M. Sturges
NOTARY PUBLIC

My Commission Expires: 12/21/98



ACCEPTANCE OF APPOINTMENT

Pursuant to 48.091 and 607.0501, Florida Statutes, the undersigned acknowledges and accepts his appointment as registered agent of Comprehensive Local Specialty Care, Inc., and agrees to act in that capacity and to comply with the provisions of the Florida Business Corporation Act relative to keeping open the registered office at the address specified above. The undersigned is familiar with and accepts the obligations of 607.0505, Florida Statutes.

Date: 4/17, 1997

Rejean Lapierre
Rejean Lapierre

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97 APR 28 PM 3:04
SECRETARY OF STATE
TALLAHASSEE, FLORIDA