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FLORIDA DEPARTMENT OF STATE Sandra B. Mortham Secretary of State

May 5, 1997

LAZARUS CORPORATE INDUSTRIES, INC. 890 S.W. 87 AVENUE #16 MIAMI, FL 33174

SUBJECT: C.D. CENTER, INC. Ref. Number: W97000010257

We have received your document for C.D. CENTER, INC. and your check(s) totaling \$122.50. However, the enclosed document has not been filed and is being returned for the following correction(s):

The name designated in your document is unavailable since it is the same as, or it is not distinguishable from the name of an existing entity. Simply adding "of Florida" or "Florida" to the end of an entity name **DOES NOT** constitute a difference. Please select a new name and make the substitution in all appropriate places. One or more words may be added to make the name distinguishable from the one presently on file.

When the document is resubmitted, please return a copy of this letter to ensure that your document is properly handled.

If you have any questions about the availability of a particular name, please call (904) 488-9000.

If you have any questions concerning the filing of your document, please call (904) 487-6973.

Claretha Golden Document Specialist

Letter Number: 897A00023429

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ARTICLES OF INCORPORATION

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:

MIAMI CARE D. CENTER, INC.

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ARTICLE II PRINCIPAL OFFICE

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

3950 N.W. 188 STREET

MIAMI, FL. 33055

ARTICLE III SHARES

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

100 SHARES, \$ 1,00 PAR VALUE

ARTICLE IV INITIAL REGISTERED AGENT AND STREET ADDRESS

The name and address of the initial registered agent is:

RHONDA J. TURNAN

3950 N.W. 188 ST.

MIAMI, FL. 33055

ARTICLE V INCORPORATOR(S)

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

RHONDA J. TURNAN

3950 N.W. 188 STREET

MIAMI, FL. 33055

ARTICLE VI DIRECTOR(S)

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

RHONDA J. TURNAN

3950 N.W. 188 STREET

MIAMI, FL. 33055

The undersigned	incorporator(s	s) has(have)	executed	these Articles of
Incorporation this	2_nd.	_ day of	MAY	, 19 9 7

Signature
Signature
Signature

Articles of Incorporation Filing Fee - \$35

CERTIFICATE OF DESIGNATION REGISTERED AGENT/REGISTERED OFFICE

Pursuant to the provisions of sections 607.0501 or 617.0501, 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.

The nan	ne and address of the registered agent and office is:	
	RHONDA J. TURNAN	
	(NAME)	
	3950 N.W. 188 STREET	
	(P.O. BOX NOT ACCEPTABLE)	
	MIAMI, FL. 33055	
	(CITY/STATE/ZIP)	

HAVING BEEN NAMED AS REGISTERED AGENT AND TO ACCEPT SERVICE OF PROCESS FOR THE ABOVE STATED CORPORATION AT THE PLACE DESIGNATED IN THIS CERTIFICATE, 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 Chorda Sarnan

REGISTERED AGENT FILING FEE: \$35.00