



THE UNITED STATES  
CORPORATION  
COMPANY

997000052835

ACCOUNT NO. : 072100000032

REFERENCE : 428418 10060A

AUTHORIZATION :

COST LIMIT : \$ 70.00

*Patricia Puyik*

ORDER DATE : June 13, 1997

ORDER TIME : 8:36 AM

ORDER NO. : 428418-005

CUSTOMER NO: 10060A

000002212570--2

CUSTOMER: Michael Slivka, Esq  
MICHAEL A. SLIVKA, P.A.

Suite 114  
9000 Sheridan Street  
Hollywood, FL 33024-8801

RECEIVED  
97 JUN 16 AM 9:55  
DIVISION OF CORPORATION

DOMESTIC FILING

NAME: PHYSICIANS HEALTH & WELLNESS  
GROUP, INC.

FILED  
JUN 21  
FLORIDA

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: Michael E. Klunk

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

JUN 16 1997

45

ARTICLES OF INCORPORATION  
OF  
PHYSICIANS HEALTH & WELLNESS GROUP, INC.

FILED  
JUL 15 10:21  
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:

PHYSICIANS HEALTH & WELLNESS GROUP, INC.

The address of the principal office of this corporation shall be 17035 Pines Boulevard, Pembroke Pines, Florida 33027, 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 100 shares of common stock having \$1.00 par value per share.

ARTICLE IV. REGISTERED AGENT

The street address of the initial registered office of the corporation shall be 1625 North Commerce Parkway, Suite 210, Fort Lauderdale, Florida 33326, and the name of the initial registered agent of the corporation at that address is Michael A. Slivka.

ARTICLE V. TERM OF EXISTENCE

This corporation is to exist perpetually.

ARTICLE VI. OFFICERS AND DIRECTORS

This corporation shall have one officer and one director, initially. The name and street address of the initial officer and director who shall hold office for the first year of the corporation, or until his successor is elected or appointed is:

Odalys Rosales Sanchez	17035 Pines Boulevard
Dir./Pres.	Pembroke Pines, Florida 33027

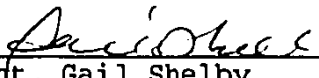
ARTICLE VII. INCORPORATOR

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 June 16, 1997 .

CORPORATION SERVICE COMPANY

By:   
Its Agent, Gail Shelby

mke

**ACCEPTANCE OF REGISTERED AGENT DESIGNATED**  
**IN ARTICLES OF INCORPORATION**

Michael A. Slivka, having a business office at 1625 N. Commerce Parkway., Suite 210, Fort Lauderdale, FL 33326, 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.

By:

  
Michael A. Slivka

FILED IN FLORIDA

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