

PA 7000069721
Law Offices

STEPHEN S. GREEN

A PROFESSIONAL CORPORATION

97 AUG 11 PM 1:57

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

2030 S. Bentley, #200
Los Angeles, CA 90025
Telephone (310) 477-4313
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August 1, 1997

Department of State, Division of Corporations
409 E. Gaines St.
Tallahassee, FL 32399

800002263708--8
-08/11/97--01143--020
*****52.50 *****52.50

Re: Thorpe Health Management Organization, Inc.

800002263708--8
-08/11/97--01143--021
*****70.00 *****70.00

Dear Sir or Madam:

Enclosed please find for filing one original and one copy of the Articles of Incorporation of Thorpe Health Management Organization, Inc. Also enclosed is a check in the amount of \$70.00 as the appropriate filing fee, and a separate check in the amount of \$52.50 for 1 certified copy.

The undersigned hereby requests expedited service for this filing.

Please return the copy, stamped to show the date of filing, to the undersigned.

Very truly yours,

Stephen S. Green
Stephen S. Green

PH
8/12/97

ARTICLES OF INCORPORATION
OF
THORP HEALTH MANAGEMENT ORGANIZATION, INC.

FILED
97 AUG 11 PM 1:57
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLE I

The name of the Corporation is Thorp Health Management Organization, Inc.

ARTICLE II

The principal place of business and mailing address of this corporation shall be 1069
Kokomo Key Lane, Del Ray Beach, FL 33483

ARTICLE III

The aggregate number of shares which the Corporation has authority to issue is 1,000
shares of common stock with no par value.

ARTICLE IV

The address of the initial registered office of the Corporation is 1069 Kokomo Key Lane,
Del Ray Beach, FL 33483, and the name of the Corporation's initial registered agent for service
of process at such address is Charles Thorp.

ARTICLE V

The name and address of the incorporator to these Articles of Incorporation is:
Charles Thorp, 1069 Kokomo Key Lane, Del Ray Beach, FL 33483

IN WITNESS WHEREOF, I have hereunto set my hand this 27th day of

July, 1997.

Charles Thorp
Charles Thorp
1069 Kokomo Key Lane, Del Ray Beach FL 33483

FILED

**CERTIFICATE OF DESIGNATION
REGISTERED AGENT/REGISTERED OFFICE**

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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.

1. The name of the corporation is: Thorp Health Management Organization, Inc.
2. The name of the registered agent and office is:

Charles Thorp
1069 Kokomo Key Lane
Del Ray Beach, FL 33483

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

Charles Thorp
CHARLES THORP

DATE

7/27/97