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CO. CORP.

302 575 1346 P.01

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TO: DIVISION OF CORPORATIONS
(850)922-4001

FAX #:

FROM: THE COMPANY CORPORATION
076660001006
CONTACT: REGINA CEPHAS
PHONE: (302)575-0440
(302)575-1346

ACCT#:

FAX #:

NAME: CORPORATE HEALTH SOLUTIONS, INC.

AUDIT NUMBER.....H97000016141

DOC TYPE.....FLORIDA PROFIT CORPORATION OR P.A.

CERT. OF STATUS..0

PAGES..... 3

CERT. COPIES.....0

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AUDIT NUMBER ON THE TOP AND BOTTOM OF ALL PAGES OF THE DOCUMENT

** ENTER 'M' FOR MENU. **

ENTER SELECTION AND <CR>:

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TALLAHASSEE, FLORIDA

97 SEP 29 AM 7:59

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nc 9/30/97

**ARTICLES OF INCORPORATION
OF**

H970000161418

Corporate Health Solutions, Inc.

The undersigned natural person(s), of the age of 21 or more, acting to form a corporation under the corporate laws of the state of Florida do hereby certify the following:

FIRST: The name of the corporation shall be **Corporate Health Solutions, Inc.**

SECOND: The address of the initial registered office of the corporation is **353 S. Palo Alto Avenue, Panama City, FL 32401, County of Bay.** The name of the registered agent located at said address is **Alexander Nimmervoll.**

THIRD: The principal address of the corporation is **353 S. Palo Alto Avenue, Panama City, FL 32401.**

FOURTH: The purpose for which this corporation is organized shall be to engage in any lawful act or activity for which corporations may be organized under the Florida Business Corporation Act.

FIFTH: The total authorized stock of this corporation is divided into **200 shares at no par value.**

SIXTH: The number of directors constituting the initial board of directors is **two, and the name(s) and address(es) of who will serve as director(s) until the first annual meeting of shareholders or until the successor(s) is/are as follows:**

Alexander Nimmervoll 353 S. Palo Alto Avenue, Panama City, FL 32401.

Nancy Carner 110 Montclair Avenue, Montclair, NJ 07042.

SEVENTH: The duration of the corporation is **perpetual.**

EIGHT: This is a **Close Corporation.**

NINTH: The name(s) and address(es) of the person(s) who is to act as incorporator(s) is as follows:

**Wendy Snow c/o The Company Corporation
1313 N. Market Street, Wilmington, DE 19801.**

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TALLAHASSEE

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We (I), the undersigned, being all the incorporators of the corporation identified above, declare that we have examined the foregoing this 25th day of September, 1997.

Wendy Snow

State of Delaware County of New Castle

THE FOREGOING instrument was acknowledged and sworn to before me this 25th day of September, 1997 by Wendy Snow.

Susan M. Griffin
Notary Public

SUSAN M. GRIFFIN
NOTARY PUBLIC - STATE OF DELAWARE
MY COMMISSION EXPIRES OCT. 6, 2000

This document was prepared by Wendy Snow, 1313 N. Market Street, Wilmington, DE 19801. (302) 575-0440.

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**CERTIFICATE DESIGNATING PLACE OF BUSINESS OR DOMICILE
FOR THE SERVICE OF PROCESS WITHIN FLORIDA, NAMING
AGENT UPON PROCESS MAY BE SERVED.**

In compliance with Section 43.091, Florida Statutes, the following is submitted:

First, this Corporate Health Solutions, Inc.
desiring to organize under the laws of the State of Florida with its principal
place of business located in the city of Panama City, State of
Florida, has named Alexander Himmervoll located at
353 S. Palo Alto Avenue, Panama City, FL 32401
 as its agent for service of
process within Florida.

Having been named to accept service of process for the above stated corporation, at the place designated in this Certificate, I hereby agree to act in this capacity, and I further agree to comply with the provisions of all statutes relative to the proper and complete performance of my duties.

Alexander Nevsky

Date _____

9/19/97

SECONDO STATE
TALLAHASSEE, FLORIDA

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This document was prepared by Wendy Snow, 1313 N. Market Street, Wilmington, DE 19801, (302) 575-0440

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