

P97000090080



THE UNITED STATES
CORPORATION
COMPANY

ACCOUNT NO. : 072100000032

REFERENCE : 570754 9473A

AUTHORIZATION :

COST LIMIT : \$ 70.00

Patricia Pagan

ORDER DATE : October 20, 1997

ORDER TIME : 2:34 PM

ORDER NO. : 570754-005

CUSTOMER NO: 9473A

CUSTOMER: Ms. Annie D. Elias
PAMELA J. REYNOLDS, P.A.

2655 Lejeune Road
Penthouse 1-d
Miami, FL 33134

2000002325028--7

FILED
97 OCT 20 PM 3:55
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

DOMESTIC FILING

NAME: IBIS GLOBAL HEALTHCARE, INC.

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: Jeanine Glisar

EXAMINER'S INITIALS: _____

RECEIVED
97 OCT 20 PM 3:34
DIVISION OF CORPORATION

SN OCT 20 1997

ARTICLES OF INCORPORATION

OF

IBIS GLOBAL HEALTHCARE, INC.

FILED
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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The undersigned subscriber to these Articles of Incorporation, a natural person competent to contract, 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:

IBIS GLOBAL HEALTHCARE, INC.

ARTICLE II.

DURATION AND BEGINNING OF CORPORATE EXISTENCE

The corporation shall exist perpetually. The date when the corporate existence of this corporation shall begin shall be the date of the filing of this Charter with the Secretary of State, State of Florida.

ARTICLE III.

NATURE OF BUSINESS

This corporation is organized for the purpose of transacting any and all lawful business as permitted under the laws of the United States, the State of Florida or any other state, country, territory or nation.

ARTICLE IV.

CAPITAL STOCK

The corporation is authorized to have outstanding one class of stock designated as common stock. The maximum number of shares of common stock which the

corporation is authorized to have outstanding is Five Thousand. All stock shall be payable in cash, property, real or personal, or labor or services in lieu of cash, at a just valuation to be fixed by the Board of Directors of this Corporation. Holders of Common Stock are entitled to vote on all questions required by law on the basis of one vote per share and there shall be no cumulative voting. Holders of Common Stock shall have preemptive rights to subscribe to the corporation's securities.

ARTICLE V.

INITIAL REGISTERED OFFICE AND AGENT

The address of the initial registered office of the corporation in the State of Florida is 2655 Le Jeune Rd., PH 1-D, Coral Gables, FL 33134, and it may have such other places of business, both within and without the State of Florida, as may be necessary or convenient, and the name of the initial registered agent of this corporation situated at the above address is PAMELA J. REYNOLDS, ESQ.

ARTICLE VI.

PRINCIPAL OFFICE

The principal place of business and mailing address of this corporation shall be:
2307 DOUGLAS RD., SUITE 300
MIAMI, FL 33145

ARTICLE VII.

INITIAL BOARD OF DIRECTORS

The corporation shall have two (2) directors, initially. The number of directors may be increased or decreased from time to time by amendment to, or in the manner provided in the by-laws of the corporation.

ARTICLE VIII.

BY-LAWS

The power to adopt, alter, amend or repeal by-laws shall be vested in the Board of Directors.

ARTICLE IX

SHAREHOLDER LIABILITY

The private property of the shareholders shall not be subject to the payment of the Corporate debts to any extent whatsoever.

ARTICLE X

INDEMNIFICATION

The corporation shall indemnify, to the full extent permitted by law, any officer, director, employee or agent of the corporation, or any former officer, director, employee or agent of the corporation, or any person who at the request of the corporation is or was serving as a director, officer, employee or agent of another corporation, partnership, joint venture, trust or other enterprise.

ARTICLE XI

SPECIAL PROVISION

This corporation shall be organized to comply with the provisions of Subchapter S of the Internal Revenue Code, 26 U.S.C. 1361 et. seq., and shall take all actions necessary to obtain and maintain its status as an S corporation as defined therein.

ARTICLE XII

AMENDMENT

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

ARTICLE XIII

INCORPORATOR

The name and street address of the incorporator to these Articles of Incorporation:

FRANCISCO C. RECIO
2307 DOUGLAS RD., STE. 300
MIAMI, FL 33145

IN WITNESS WHEREOF, the undersigned incorporator has executed these
Articles of Incorporation this 16 day of October


FRANCISCO C RECIO

CERTIFICATE OF REGISTERED AGENT
OF
IBIS GLOBAL HEALTHCARE, INC.


Pursuant to Sections 48.091 and 607.0501 of the Florida Statutes, the following is submitted, in compliance therewith:

That IBIS GLOBAL HEALTHCARE, INC., desiring to organize under the laws of the State of Florida with its principal office in Miami, Florida, has named PAMELA J. REYNOLDS, ESQ., County of Dade, State of Florida, agent to accept service of process within the State.

ACKNOWLEDGMENT

Having been named to accept service of process for the above stated corporation, at the place designated in this certificate, I hereby accept to act in this capacity, I am familiar with and accept the obligations provided in Section 607.0501, Florida Statutes and I agree to comply with the provisions of the Florida General Corporation Act relative to keeping open said office.

Dated this 16 day of October, 1997.


PAMELA J. REYNOLDS, ESQ.

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA