

P9700099996
LEONARD ALTERMAN

ATTORNEY AT LAW

9116 CYPRESS GREEN DRIVE
JACKSONVILLE, FLORIDA 32256
TELEPHONE (904) 739-3440
FACSIMILE (904) 730-7722

November 19, 1997

Corporate Records Bureau
Division of Corporations
Department of State
Post Office Box 6327
Tallahassee, FL 32301

400002353954--3
-11/21/97-01057-003
****122.50 ****122.50

Re: ADVANCED ALLIANCE HEALTH CARE, INC.

Gentlemen and Ladies:

I am enclosing herewith an original and one copy of the Articles of Incorporation and Designation of Registered Agent of ADVANCED ALLIANCE HEALTH CARE, INC. Also enclosed is our check in the amount of \$122.50 as payment for the following amounts:

\$35.00 - Filing Fee
52.50 - Certified Copy
35.00 - Resident Agent Designation

I would appreciate your returning the certified copy to me at your earliest convenience.

Thank you for your attention to this matter.

Sincerely,

Leonard Alterman

Leonard Alterman

Enclosures

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
97 NOV 21 PM 4:13

11-24-97
WS

ARTICLES OF INCORPORATION
OF
ADVANCED ALLIANCE HEALTH CARE, P.A.

FILED STATE
SECRETARY OF CORPORATIONS
911 NOV 21 PM 4:19

The undersigned, who is duly licensed to practice acupuncture in the State of Florida desiring to form a professional corporation in accordance with the Florida Business Corporation Act and the Florida Professional Service Corporation and Limited Liability Company Act for the purpose of organizing and incorporating a professional corporation pursuant to the laws of the State of Florida, hereby adopts these Articles of Incorporation.

ARTICLE I

NAME OF THE CORPORATION

The name of this corporation shall be ADVANCED ALLIANCE HEALTH CARE, P.A.

ARTICLE II

PRINCIPAL OFFICE

The principal office of the corporation shall be at: 1838 Kell Lane, Middleburg, Florida 32068

ARTICLE III

DURATION OF CORPORATION

This corporation shall exist in perpetuity, unless sooner dissolved in accordance with law; and its existence shall commence on the filing of these Articles of Incorporation.

ARTICLE IV

GENERAL PURPOSE

The general purposes for which this corporation is organized shall include the transaction of any or all lawful business for which professional corporations may be incorporated under the laws of the state of Florida and specifically for the purpose of providing health services to the public.

ARTICLE V

CAPITAL STOCK

The corporation shall have the authority to issue but one class of stock. It shall have the authority to issue 7500 shares of common stock, each of which shall have a par value of \$1.00 and shall have voting rights. Each shareholder shall have preemptive right.

ARTICLE VI

INITIAL REGISTERED OFFICE

The street address of the corporation's initial registered office and the name of its initial registered agent for service of process within the state of Florida at such address are:

Registered Agent:	Leonard Alterman
Address:	9116 Cypress Green Drive Suite 207 Jacksonville, Florida 32256

ARTICLE VII

DIRECTORS

The corporation shall have not less than one and not more than five directors. The number of directors may be either increased or decreased from time to time by an amendment of the by-laws of the corporation in the manner provided by the law or by the by-laws but shall never be less than one.

ARTICLE VIII

INITIAL DIRECTORS

The name and address of the initial directors of the corporation are as follows:

JOANNE L. MCCARTNEY
1838 Kell Lane
Middleburg, Florida 32068

GENARA HOLLADAY
741 Old Hickory Road
Jacksonville, Florida 32207

FAYE BARENTINE
P.O. Box 876
2391 Halperns Way
Middleburg, Florida 32050

JUAN MARTINEZ
3920 Bess Road
Jacksonville, Florida 32211

all of whom are duly licensed and authorized to render the health care services which they will render for this corporation.

ARTICLE IX

INCORPORATORS

The name and address of the incorporator is as follows:

GENARA HOLLIDAY
741 Old Hickory Road
Jacksonville, Florida 32207

ARTICLE X

ELECTION UNDER PROFESSIONAL CORPORATION ACT

This corporation elects to be governed by the provisions of the Florida Professional Service Corporation and Limited Liability Company Act.

IN WITNESS WHEREOF, the undersigned has hereunto set his hand and seal on this the 12th day of November, 1997.

Genara Holladay
Genara Holladay

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
97 NOV 21 PM 4:13

STATE OF FLORIDA)
) SS:
COUNTY OF DUVAL)

On this day, before me, an officer duly authorized by law to take oaths and acknowledgments, personally appeared GENARA HOLLIDAY, to me well known and known to me to be the person described in and who executed the foregoing Articles of Incorporation; and she acknowledged to and before me that she executed the same for the purposes therein expressed and produced as identification Florida Driver's license # _____

_____ and did not take an oath.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed my official seal at Jacksonville, Florida, on this the 12th day of November, 1997.

Leonard M. Alterman
MY COMMISSION # CC513459 EXPIRES
December 18, 1999
BONDED THRU TROY FAIR INSURANCE, INC.

Leonard M. Alterman
Notary Public
State of Florida at Large
My Commission expires:

ACCEPTANCE BY REGISTERED AGENT

Having been named to accept service of process for the above named corporation at the place designated in these Articles of Incorporation, I hereby am familiar with and accept the duties and responsibilities 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.

Date November 12, 1997 Leonard Alterman
Leonard Alterman