P98000000040

THE UNITED STATES CORPORATION COMPANY

ACCOUNT NO. : 072100000032

REFERENCE : 654625 4303929

AUTHORIZATION : Patricia Pizzuto

COST LIMIT : $ 122.50

ORDER DATE : December 31, 1997

ORDER TIME : 11:31 AM

ORDER NO. : 654625-010

300002387253--1

CUSTOMER NO: 4303929

CUSTOMER: Myrna Golinsky, Legal Asst
GREENBERG TRAURIG HOFFMAN
LIPOFF ROSEN & QUENTEL, P. A.
21st Floor
1221 Brickell Avenue
Miami, FL 33131-3238

FILED
97 DEC 31 AM 8:48
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

DOMESTIC FILING

NAME: APTS, INC.

EFFECTIVE DATE:

XX ARTICLES OF INCORPORATION
____ CERTIFICATE OF LIMITED PARTNERSHIP

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

XX (1) CERTIFIED COPY
XX (1) PLAIN STAMPED COPY
____ CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Deborah Schroder

EXAMINER'S INITIALS: ________ 3

DMC 12-31-97

RECEIVED
97 DEC 31 PM 12:06
DEPARTMENT OF STATE
DIVISION OF CORPORATIONS
TALLAHASSEE, FLORIDA

ARTICLES OF INCORPORATION
OF
APTS, INC.

FILED

97 DEC 31 AM 8:48

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLE I

The name of the corporation is APTS, INC. (hereinafter called the "Corporation").

ARTICLE II

The address of the principal office and the mailing address of the Corporation is 1801 West Hillsborough, Deerfield Beach, Florida 33432.

ARTICLE III

The capital stock authorized, the par value thereof, and the characteristics of such stock shall be as follows:

Number of Shares Authorized	Par Value Per Share	Class of Stock
1,000	$1.00	common

ARTICLE IV

The street address of the Corporation's initial registered office in the State of Florida is 1201 Hays Street, Florida, 32301, City of Tallahassee, County of Leon, and the name of its initial registered agent at such office is Corporation Service Company.

ARTICLE V

The Board of Directors of the Corporation shall consist of at least one director, with the exact number to be fixed from time to time in the manner provided in the Corporation's bylaws. The number of directors constituting the initial Board of Directors is two (2), and the names and addresses of the members of the initial Board of Directors who shall serve as the Corporation's directors until his or her successors are duly elected and qualified are:

Elliot S. Cohen, M.D.
5895 Hamilton Way
Boca Raton, Florida 33496

Gayle Cohen
5895 Hamilton Way
Boca Raton, Florida 33496

ARTICLE VI

The names and addresses of the initial officers of the Corporation who shall hold office for the first year of the Corporation, or until their resignation or their successors are elected or appointed are:

Vice President and Treasurer
Elliot S. Cohen, M.D.
5895 Hamilton Way
Boca Raton, Florida 33496

President and Secretary
Gayle Cohen
5895 Hamilton Way
Boca Raton, Florida 33496

ARTICLE VII

The name of the Incorporator is William B. Eck and the address of the Incorporator is 1221 Brickell Avenue, Miami, Florida 33131.

ARTICLE VIII

This Corporation shall indemnify and shall advance expenses on behalf of its officers and directors to the fullest extent not prohibited by any law in existence either now or hereafter.

IN WITNESS WHEREOF, the undersigned, being the Incorporator named above, for the purpose of forming a corporation pursuant to the Florida Business Corporation Act of the State of Florida has signed these Articles of Incorporation this 31st day of December, 1997.

William B. Eck
Incorporator

ACCEPTANCE OF APPOINTMENT OF REGISTERED AGENT

The undersigned, having been named the Registered Agent of APTS, INC., hereby accepts such designation and is familiar with, and accepts, the obligations of such position, as provided in Florida Statutes Section 607.0505.

CORPORATION SERVICE COMPANY

By: Karen B. Rozar, Registered Agent
Karen B. Rozar, As Its Agent

DATED: December 31, 1997.

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