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ACCOUNT NO.: 072100000032

REFERENCE: 686006 7144077

AUTHORIZATION !

COST LIMIT :

ORDER DATE : January 28, 1998

ORDER TIME :

9:28 AM

ORDER NO. : 686006-005

CUSTOMER NO: 7144077

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CUSTOMER:

Ms. Yael Trimpin

MS. YAEL TRIMPIN

Suite 401

11880 S.w. 40th Street

Miami, FL 33175

DOMESTIC FILING

NAME:

PATIENT'S CHOICE MEDICAL

CENTER INC.

EFFECTIVE DATE:

XX ARTICLES OF INCORPORATION

CERTIFICATE OF LIMITED PARTNERSHIP

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

_ CERTIFIED COPY

__ PLAIN STAMPED COPY

_ CERTIFICATE OF GOOD STANDING

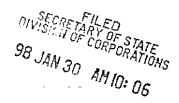
CONTACT PERSON: Christopher Smith

EXAMINER'S INITIALS:

30 MO

W98,2190





January 30, 1998

CSC NETWORK

RESUBMIT

Please give original submission date as file date.

Letter Number: 298A00005454

SUBJECT: PATIENT'S CHOICE MEDICAL CENTER INC.

Ref. Number: W98000002190

We have received your document for PATIENT'S CHOICE MEDICAL CENTER INC. and your check(s) totaling \$. However, the enclosed document has not been filed and is being returned for the following correction(s):

The name designated in your document is unavailable since it is the same as, or it is not distinguishable from the name of an existing entity. Simply adding "of Florida" or "Florida" to the end of a name is not acceptable. Please select a new name and make the correction in all appropriate places. One or more words may be added to make the name distinguishable from the one presently on file.

Please return the original and one copy of your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 487-6995.

Wanda Sampson Document Specialist



ARTICLES OF INCORPORATION

OF

PREFERRED CARE MEDICAL CENTER INC.

The undersigned incorporator 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:

PREFERRED CARE MEDICAL CENTER INC.

The address of the principal office of this corporation shall be 11880 Southwest 40th Street, Suite 401, Miami, Florida 33175, and the mailing address of the corporation shall be the same.

ARTICLE II. NATURE OF BUSINESS

This corporation may engage or transact in any or all lawful activities or business permitted under the laws of the United States, the State of Florida or any other state, country, territory or nation.

ARTICLE III. CAPITAL STOCK

The maximum number of shares of stock that this corporation is authorized to have outstanding at any one time is 1,000 shares of common stock having \$1.00 par value per share.

ARTICLE IV. REGISTERED AGENT

The street address of the initial registered office of the corporation shall be 1201 Hays Street, Tallahassee, Florida 32301, and the name of the initial registered agent of the corporation at that address is Corporation Service Company.

ARTICLE V. TERM OF EXISTENCE

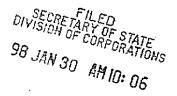
This corporation is to exist perpetually.

ARTICLE VI. DIRECTORS

All corporate powers shall be exercised by or under the authority of, and the business and affairs of the corporation managed under the direction of its Board of Directors, subject to any limitation set forth in these Articles of Incorporation. This corporation shall have one Director, initially. The name and address of the initial member of the Board of Directors are:

Yael Trimpin

11880 Southwest 40th Street, Suite 401, Miami, Florida 33175



ARTICLE VII. INCORPORATOR

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

Corporate Agents, Inc. 1201 Hays Street Tallahassee, Florida 32301

The undersigned incorporator has executed these Articles of Incorporation on January 30, 1998.

Its Agent, Karen B. Rozar Incorporator

ACCEPTANCE OF REGISTERED AGENT DESIGNATED
IN ARTICLES OF INCORPORATION

Corporation Service Company, a Delaware corporation authorized to transact business in this State, having a business office identical with the registered office of the corporation named above, and having been designated as the Registered Agent in the above and foregoing Articles, is familiar with and accepts the obligations of the position of Registered Agent under Section 607.0505, Florida Statutes.

Its Agent, Karen B. Rozar

Authorized Service Representative Corporation Service Company