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ACCOUNT NO.: 072100000032

REFERENCE: 710264

11513A

AUTHORIZATION :

COST LIMIT : \$ 70.00

ORDER DATE: February 18, 1998

ORDER TIME : 10:11 AM

ORDER NO. : 710264-005

CUSTOMER NO:

11513A

600002433816--6

CUSTOMER: James Marx, Esq

JAMES A. MARX, ESQ

Suite 1870

200 South Biscayne Boulevard

Miami, FL 33131-2377

DOMESTIC FILING

NAME: PPC OF MIAMI, 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: Cindy Harris

EXAMINER'S INITIALS:

DIVISION OF CORPORATION

ARTICLES OF INCORPORATION

DIVISION OF CORPORATIONS
98 FEB 18 AM 11: 38

OF

PPC OF MIAMI, INC.

(a Florida corporation)

In compliance with the requirements of Chapter 607 of the Florida Statutes (the "Florida Business Corporation Act"), the undersigned, being a natural person, does hereby act as an incorporator in adopting and filing the following Articles of Incorporation for the purpose of organizing a business corporation.

ARTICLE I

NAME

The name of the corporation (hereinafter called the "Corporation") is PPC OF MIAMI, INC.

ARTICLE II

The address of the principal office of the Corporation is 520 Biltmore Way, Coral Gables, Florida 33134-5720.

ARTICLE III

The effective date of the filing of these Articles of Incorporation shall be February 18, 1998.

ARTICLE IV

CAPITAL STOCK

The maximum number of shares which this Corporation is authorized to issue is 1,000, all of which shall be Common Stock, and which shall have a par value of \$.01 per share. All shares of Common Stock shall be identical with each other in every respect and the holders thereof shall be entitled to one vote for each share upon all matters which shareholders have the right to vote.

ARTICLE V

RESIDENT OFFICE AND AGENT

The initial street address of the Corporation's initial registered office shall be Suite 1870, First Union Financial Center, 200 South Biscayne Boulevard, Miami, Florida 33131, and the initial registered agent for the Corporation at that address shall be James Marx, Esq.

ARTICLE VI

INCORPORATOR

The name and street address of the person signing these Articles of Incorporation is:

Name

Address

James A. Marx, Esq.

Suite 1870 First Union Financial Center 200 South Biscayne Boulevard Miami, Florida 33131

ARTICLE VII

INDEMNIFICATION

The corporation shall indemnify its directors, officers, employees and agents to the fullest extent permitted by law.

IN WITNESS WHEREOF, the undersigned incorporator has executed these Articles of Incorporation this 17th day of February, 1998.

Iames A Mary

ACCEPTANCE OF REGISTERED AGENT

Having been named to accept service of process for PPC OF MIAMI, INC. at the place designated in the Articles of Incorporation, the undersigned is familiar with and accepts the obligations of that position pursuant to the Florida Business Corporation Act.

DATE:

February 17, 1998.

James A. Marx

111:38