

M. TACHIBANA, C.P.A., P.A.

MEMBER - AMERICAN INSTITUTE OF CERTIFIED PUBLIC ACCOUNTANTS • FLORIDA INSTITUTE OF CERTIFIED PUBLIC ACCOUNTANTS

P98000028356

March 23, 1998

Florida Department of State
Division of Corporations
P.O. Box 6327
Tallahassee, FL 32314

500002467545-1
-03/25/98-01010-010
****122.50 ****122.50

EFFECTIVE DATE
3-23-98

Enclosed please find Articles of Incorporation for QUALITY CORRECTIONS HEALTH SERVICES CONSULTANT, INC. and a check in the amount of \$122.50 for the filing of these articles. Please file these articles with an effective date of March 23, 1998.

Please file these articles and return the certified copy to me at my office:

M. Tachibana, C.P.A., P.A.
1000 Quayside Terr. #1608
Miami, FL 33138

Sincerely,

M. Tachibana, C.P.A.

FILED
98 MAR 25 PM 4:17
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

(X)

2/2/98/3/2/98

ARTICLES OF INCORPORATION
OF
QUALITY CORRECTIONS HEALTH SERVICES CONSULTANT, INC.

The undersigned, for the purpose of forming a corporation under the Florida General Corporation Act, does hereby adopt the following Articles of Incorporation:

ARTICLE I - NAME

The name of this corporation is Quality Corrections Health Services Consultant, Inc. The mailing address of the corporation is 4761 N.W. 11th Avenue Miami, Florida 33127.

ARTICLES II - PURPOSE

The purpose of the corporation is to engage in any lawful act or activity for which Corporations may be organized under the laws of Florida and the United States.

ARTICLE III - DURATION

This Corporation shall have perpetual existence commencing on the date of execution and acknowledgement of these Articles of Incorporation.

ARTICLE IV - CAPITAL STOCK

This Corporation is authorized to issue 1,000 shares of \$1.00 par value Common Stock which shall be designated "Common Shares".

ARTICLE V - PREEMPTIVE RIGHTS

Every shareholder, upon the sale for cash of any new stock of this Corporation of the same kind, class or series as that which she already holds, shall have the right to purchase her pro rate share thereof (as nearly as may be done without issuance of fractional shares) at the price at which it is offered to others.

ARTICLE VI - INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial registered office of this Corporation is 4761 N.W. 11th Avenue, Miami, Florida 33127 and the name of the initial registered agent of this Corporation at this address is Arthur Brown.

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SECRET
TALLAHASSEE, FLORIDA

EFFECTIVE DATE
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ARTICLES VII - INITIAL BOARD OF DIRECTORS

This Corporation shall have one director initially. The number of directors may be either increased or diminished from time to time by the bylaws but shall never be less than one. The names and address of the initial director of this Corporation is:

Arthur Brown
4761 N.W. 11th Avenue
Miami, Florida 33127

ARTICLE VIII - INCORPORATOR

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

Arthur Brown
4761 N.W. 11th Avenue
Miami, Florida 33127

ARTICLE IX - AMENDMENT

This corporation reserves the right to amend or repeal any provisions contained in these Articles of Incorporation, or any amendment hereto, and any right conferred upon the shareholders is subject to this reservation.

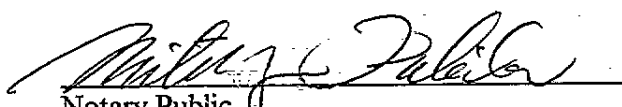
In witness whereof, the undersigned subscribed have executed these Articles of Incorporation on the 23rd day of March, 1997.

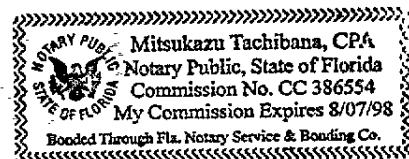

Arthur Brown, Subscriber

State of Florida)
) ss
County of Dade)

Before me, a Notary Public authorized to take acknowledgements in the state and county set forth above, personally appeared Arthur Brown known to me and known by me to be the person who executed the foregoing Articles of Incorporation.

In Witness whereof, I have hereunto set my hand and affixed my official seal, in the State and County aforesaid, on the 23rd day of March, 1997.



Notary Public
State of Florida



**CERTIFICATE DESIGNATING PLACE OF BUSINESS OR DOMICILE FOR THE
SERVICE OF PROCESS WITHIN THIS STATE, NAMING AGENT UPON WHOM
PROCESS MAY BE SERVED**

In pursuance of Chapter 48.091 Florida Statutes, the following is
submitted in compliance with said Act:

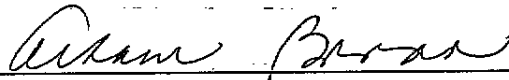
That Quality Corrections Health Service Consultant, Inc. desiring
to organize under the laws of the State of Florida with its principal office as indicated in
the Articles of Incorporation at the City of Miami, County of Dade, State of Florida, has
named Arthur Brown, located at 4761 N.W. 11th Avenue, Miami, Florida 33127 as its
agent to accept service of process within this state.



Arthur Brown, President
23rd day of March, 1998

ACKNOWLEDGEMENT:

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, and agree to comply with the provision of said Act relative to keeping open said
office.



Arthur Brown
23rd day of March, 1998

FILED
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SECRETARY OF STATE
TALLAHASSEE, FLORIDA