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KENNETH A. WENZEL, P.A.

ATTORNEY AT LAW

980 NORTH FEDERAL HIGHWAY

SUITE 440

BOCA RATON, FLORIDA 33432

TELEPHONE
(561) 361-0900

FAX
(561) 338-3441

May 12, 1998

Corporate Records Bureau
Division of Corporations
Department of State
P. O. Box 6327
Tallahassee, Florida 32314

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-05/15/98--01034--011
***122.50 ***122.50

Re: Our File No. 98-20606
Crawford/FWE Health Care, Inc.

Gentlemen:

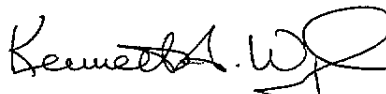
Enclosed are two (2) original Articles of Incorporation and the Registered Agent form of FWE HEALTH CARE, INC., together with a check in the amount of One Hundred Twenty-two and 50/100 Dollars (\$122.50), representing:

Filing Fees:	\$35.00
Registered Agent:	\$35.00
Certified Copy:	\$52.50

Please return a certified copy of the Articles of Incorporation and Registered Agent form to the undersigned.

Thank you.

Very truly yours,


Kenneth A. Wenzel

KAW/lcd
Enclosures (3)

cc: James H. Crawford

ARTICLES OF INCORPORATION
OF
FWE HEALTH CARE, INC.

ARTICLE 1

NAME

The name of this Corporation is FWE HEALTH CARE, INC.

ARTICLE 2

PRINCIPAL PLACE OF BUSINESS

The principal place of business of this Corporation shall be
2165 Bethel Blvd., Boca Raton, Florida 33486.

ARTICLE 3

MAILING ADDRESS

The mailing address of this Corporation shall be 2165 Bethel
Blvd., Boca Raton, Florida 33486.

ARTICLE 4

PURPOSES AND POWERS

This Corporation may engage in any activity or business
permitted under the laws of the United States and the State of
Florida.

ARTICLE 5

CAPITAL STOCK

The aggregate number of shares which this Corporation shall have authority to issue is One Thousand (1,000) shares of Common Stock, having a par value of ONE DOLLAR (\$1.00) per share, which shares of Common Stock, as a class, shall have unlimited voting rights and are entitled to receive the net assets of this Corporation upon dissolution.

ARTICLE 6

PRE-EMPTIVE RIGHTS

The Corporation elects to have pre-emptive rights and every stockholder, upon the sale for cash of any new stock of this Corporation of the same kind, class or series as that which he already holds, shall have the right to purchase his pro rata share thereof (as nearly as may be done without issuance of fractional shares), at the price at which it is offered to others.

ARTICLE 7

INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial registered office of this Corporation is 2165 Bethel Blvd., Boca Raton, Florida 33486, and the name of the initial registered agent of this Corporation at that address is JAMES H. CRAWFORD.

ARTICLE 8

INCORPORATOR


The name and address of the person signing these Articles of Incorporation, the Incorporator, is JAMES H. CRAWFORD, 2165 Bethel Blvd., Boca Raton, Florida 33486.

ARTICLE 9

AMENDMENT

This Corporation reserves the right to amend or repeal any provisions contained in these Articles of Incorporation, or any amendment hereto, as provided by law.

The undersigned Incorporator has executed these Articles of Incorporation this 8th day of May, 1998.


JAMES H. CRAWFORD, Incorporator

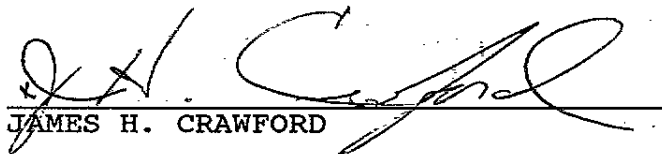
CERTIFICATE OF
DESIGNATION OF REGISTERED AGENT
FOR
FWE HEALTH CARE, INC.

Pursuant to Section 607.0505, Florida Statutes, the following is submitted:

FWE HEALTH CARE, INC., desiring to organize under the laws of the State of Florida, with its registered office as indicated in the Articles of Incorporation, has named JAMES H. CRAWFORD, located at 2165 Bethel Blvd., City of Boca Raton, County of Palm Beach, State of Florida, as its registered agent for service of process within this State.

ACKNOWLEDGEMENT:

Having been named to accept service of process for the above-stated Corporation, at the place designated in this Certificate, I hereby agree to act 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 and I accept the duties and obligations as set forth in Section 607.0505, Florida Statutes.


JAMES H. CRAWFORD