

P98000084121

Sept 27, 1998

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS

98 SEP 30 AM 9:49

MEMO FROM: Anna Biernacki
5015 Polk Street
Hollywood, FL.
33021
(954) 989-4063

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-09/02/98--01046--003
****131.25 ****131.25

MEMO TO: Doris Brown
Fla Division of Corporations

RE: Incorporation papers for The Biernacki Group, Inc

As per our telephone conversation this week concerning rejection of incorporation papers for Biernacki Group, Inc. (1) There was a missing form...the statement from the Agent of Record. (2) You sent the papers back to me, on 9-9-1998, but as of yet, I have not received them. (3) You have held my check for the correct amount. (4) Please find enclosed the following, which should correct the problems: a revised set of incorporation papers which includes provisions for an Agent of Record in the Articles; a signed Agent of Record Statement.

You said that as soon as you received these forms, you would call with a document number for The Biernacki Group, Inc. the telephone number is (954) 989-4063. there is a voice mail if nobody is available to take the call. However, if there is a problem, contact Ben Biernacki on beeper at (954) 222-4343, and he will call you right back.

I understand the kit with the seal, etc. will follow via mail later. Thank you for your personal attention to this matter,

Sincerely,

Anna Biernacki
Anna B. Biernacki.

789, 2553, 2551, 2550
W98-20549



FLORIDA DEPARTMENT OF STATE
Sandra B. Mortham
Secretary of State

September 9, 1998

BENJAMIN BIERNACKI
5015 POLK STREET
HOLLYWOOD, FL 33021

SUBJECT: THE BIERNACKI GROUP, INC.
Ref. Number: W98000020549

We have received your document for THE BIERNACKI GROUP, INC. and your check(s) totaling \$131.25. However, the enclosed document has not been filed and is being returned for the following correction(s):

The document must contain a registered agent with a Florida street address and a signed statement of acceptance. (i.e. I hereby am familiar with and accept the duties and responsibilities of Registered Agent.)

We regret that we were unable to contact you by phone. Please return the corrected document with a letter providing us with an address and telephone number where you can be reached during working hours.

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) 487-6972.

Doris Brown
Document Specialist

Letter Number: 698A00045863

ARTICLES OF INCORPORATION

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ARTICLE I - NAME

The name of this corporation is The Biernacki Group, Inc.

ARTICLE II - PRINCIPAL OFFICE

The mailing address of this corporation shall be:

5015 Polk Street
Hollywood, Fl. 33021

ARTICLE III - PURPOSE

This corporation is organized for the purpose of transacting any or all lawful business not limited to, but including health care services and health care management.

The foregoing purposes and activities will be interpreted as examples only and not as limitations, and nothing therein shall be deemed as prohibiting the corporation from engaging in any lawful act or activity for which a corporation may be organized under the General Corporation Law of Florida.

ARTICLE IV - CAPITAL STOCK

This corporation is authorized to issue 100,000 shares of \$00.01 par value common stock which shall be designated as "common shares".

ARTICLE V - INITIAL BOARD DIRECTORS

The corporation shall initially have two (2) directors to hold office until the first annual meeting of stockholders and they, the directors, have been duly elected. The number of Directors may be either increased or decreased from time to time in accordance with the By-laws of the corporation. The names and addresses of the initial two directors are:

(1) Anna Biernacki
5015 Polk St.
Hollywood, Fl. 33021

(2) Benjamin Biernacki
5015 Polk St.
Hollywood, Fl. 33021

ARTICLE VI - REGISTERED AGENT

The name and street address of the initial registered agent of this corporation is:

Benjamin Biernacki
5015 Polk St.
Hollywood, Fl. 33021

ARTICLE VII - INCORPORATOR

The name and address of the incorporator signing these Articles is:

Benjamin Biernacki
5015 Polk St.

Hollywood, Fl. 33021

ARTICLE VIII - PRE-EMPTIVE RIGHTS

Every shareholder, upon the sale for cash of any new stock of this corporation shall have the right to purchase his prorata share thereof (as nearly as may be done without issuance of fractional shares) at the price at witch it is offered to others.

ARTICLE IX - INDEMNIFICATION

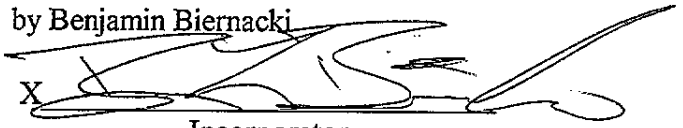
The corporation shall indemnify any Officer or Director, or any former Officer or Director, to the full extent permitted by law.

ARTICLE -X - AMENDMENT

This corporation reserves the right to amend or repeal any provision 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 Incorporator has executed these Articles of Incorporation on the date of signing.

Dated: September 26, 1998

by Benjamin Biernacki
X 
Incorporator

**CERTIFICATE OF DESIGNATION OF
REGISTERED AGENT/REGISTERED OFFICE**

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PURSUANT TO THE PROVISIONS OF SECTION 607.0501, FLORIDA STATUTES, THE UNDERSIGNED CORPORATION, ORGANIZED UNDER THE LAWS OF THE STATE OF FLORIDA, SUBMITS THE FOLLOWING STATEMENT IN DESIGNATING THE REGISTERED OFFICE/REGISTERED AGENT, IN THE STATE OF FLORIDA.

1. The name of the corporation is:

The Biernacki Group, Inc.

2. The name and address of the registered agent and office is:

Ben Biernacki
(NAME)

5015 Palisades St

(P.O. Box or Mail Drop Box **NOT** ACCEPTABLE)

Hollywood, FL 33021
(CITY/STATE/ZIP)

Having been named as registered agent and to accept service of process for the above stated corporation at the place designated in this certificate, I hereby accept the appointment as registered agent and agree to act in this capacity. I further agree to comply with the provisions of all statutes relating to the proper and complete performance of my duties, and I am familiar with and accept the obligations of my position as registered agent.

[Signature]
(SIGNATURE)

9/27/98
(DATE)