

ACCOUNTING OFFICE OF
Robert C. Cohen, P.A.

301 S. Milwee Street
Longwood, FL 32750

Telephone (407) 260-1144
Telefax (407) 331-3431

February 2, 1999

P 99000013106

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

600002767926--9
-02/08/99--01115--015
*****78.75 *****78.75

Re: Integra Healthcare Management, Inc.

Dear Sir:

Enclosed please find the Articles of Incorporation of Integra Healthcare Management, Inc. and a check in the amount of \$78.75 for the fees which include a certified copy.

Thank you for your assistance.

Sincerely,



Robert C. Cohen

Enclosures

FILED
99 FEB -8 PM 12:34
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

F. CHESSEB FEB 0 T 1999

ARTICLES OF INCORPORATION
OF
INTEGRA HEALTHCARE MANAGEMENT, INC.

ARTICLE I - NAME

The name of this corporation is INTEGRA HEALTHCARE MANAGEMENT, INC.

ARTICLE II - DURATION

This corporation shall have perpetual existence, commencing upon filing with the Secretary of State.

ARTICLE III - INITIAL MAILING ADDRESS

The initial mailing address of the corporation shall be 1733 Benbow Court, Apopka, Fl. 32704 and may be changed and a principal office established and/or relocated without amending these Articles of Incorporation.

ARTICLE IV - PURPOSE

This corporation is organized for the purposes of conducting any and all lawful business transactions in Florida, the United States and throughout the world.

ARTICLE V - CAPITAL STOCK

This corporation is authorized to issue 7,500 shares of voting Common Stock having a Par Value of \$1 per share.

ARTICLE VI - INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial registered office of this corporation is 1733 Benbow Ct. Apopka, Fl. 32704 and the name of the initial Registered Agent of this corporation is Jeffrey B. Cohen.

ARTICLE VII - INITIAL BOARD OF DIRECTORS

This corporation shall have one (1) director initially. The number of directors may be either increased or diminished from time to time in accordance with the Bylaws, but shall never be less than one (1). The name of the initial director of this corporation is: Jeffrey B. Cohen, 1733 Benbow Ct., Apopka, Florida 32704.

ARTICLE VIII - INCORPORATOR

The name and address of the incorporator is Robert C. Cohen, 301 S. Milwee Street, Longwood, Florida 32750.

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Articles of Incorporation of Integra Healthcare Managment, Inc.

ARTICLE IX - INDEMNIFICATION

This corporation shall indemnify any officer or director, or any former officer or director, to the full extent permitted by law.

ARTICLE X - PREEMPTIVE RIGHTS

The shareholders of this corporation shall be, and are hereby vested with, preemptive rights as to their shareholdings in this corporation.

ARTICLE XI - AMENDMENTS

These Articles of Incorporation may be amended at any time as provided for in the Bylaws as long as any amendments are approved by the holders of a majority of the voting Common Stock of the corporation, with each shareholder entitled to one vote per share held.

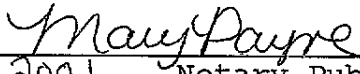
IN WITNESS WHEREOF, the undersigned incorporator has executed these Articles of Incorporation this 3 day of Feb., 1999



Robert C. Cohen
301 S. Milwee Street
Longwood, Florida 32750

STATE OF FLORIDA
COUNTY OF SEMINOLE

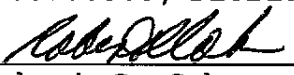
The foregoing Articles of Incorporation were acknowledged before me this 3rd day of February, 1999 by Robert C. Cohen, who is personally known to me and who did (not) take an oath.


May 2001, Notary Public
My Commission Expires: Personally
Known

MARY PAYNE
Notary Public, State of Florida
My comm. expires May 8, 2001
Comm. No. CC645260

ACCEPTED BY REGISTERED AGENT

The undersigned, being the person appointed in the foregoing Articles of Incorporation as the Registered Agent of Integra Healthcare Management, Inc., hereby accepts such appointment this 3 day of Feb. 1999 and states that he is familiar with, and accepts the obligations provided for in Section 607.0505, Florida Statutes.


Robert C. Cohen