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LAW OFFICES
GERALD SILVERMAN
SUITE 300 - COURTHOUSE PLAZA
28 WEST FLAGLER STREET
MIAMI, FLORIDA 33130

GERALD SILVERMAN
ROY S. ELKIN

TELEPHONE (305) 379-5681
FAX (305) 358-1126

April 12, 1999

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

EFFECTIVE DATE
4-12-99

FILED
99 APR 14 PM 1:05
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Re: Nations Diagnostic, Inc.,
Elite Health & Rehabilitation Center, Inc.

Dear Sir:

Enclosed is original and one copy of Articles of Incorporation for each of the above.
Enclosed also is our check in the amount of \$245.00.

Very truly yours,


GERALD SILVERMAN

100002838941--8
-04/14/99--01061--002
*****245.00 *****78.75

GS:lag

Enc.

OB
4-15-99
4

EFFECTIVE DATE

4-12-99

ARTICLES OF INCORPORATION

OF

NATIONS DIAGNOSTIC, INC.

FILED
69 APR 14 PM 1:05
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLE ONE

The name of the corporation is:

NATIONS DIAGNOSTIC, INC.

ARTICLE TWO

The mailing address of the corporation shall be 2750 West 68th Street, Suite 228, Hialeah, FL 33014.

ARTICLE THREE

The corporation may engage in any activity or transact any business permitted under the laws of the United States and the State of Florida.

ARTICLE FOUR

The corporation is authorized to issue and have outstanding at any one time 100 shares of one class of common stock of Ten (\$10.00) Dollar par value per share. The consideration to be paid for each share of stock shall be fixed by the Board of Directors.

ARTICLE FIVE

This corporation is to have perpetual existence commencing on the date of execution and acknowledgement of these articles.

ARTICLE SIX

The street address of the initial registered office of this corporation is 2750 West 68th Street, Suite 228, Hialeah, FL 33014, and the name of the initial registered agent of this corporation at that address is JORGE L. CONCEPCION.

ARTICLE SEVEN

The number of directors constituting the initial Board of Directors of the corporation is two.

RAFFAELE A. RAFFA
2750 West 68th Street
Suite 228
Hialeah, FL 33014

JORGE L. CONCEPCION
2750 West 68th Street
Suite 228
Hialeah, FL 33014

ARTICLE EIGHT

The names and addresses of the incorporators executing these Articles of Incorporation is:

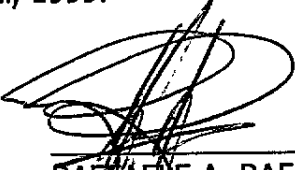
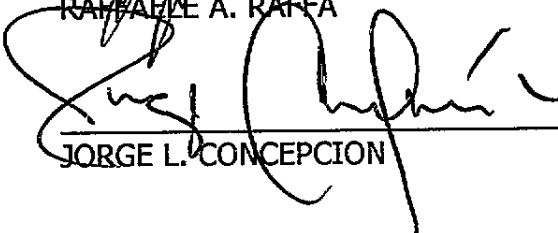
RAFFAELE A. RAFFA
2750 West 68th Street
Suite 228
Hialeah, FL 33014

JORGE L. CONCEPCION
2750 West 68th Street
Suite 228
Hialeah, FL 33014

ARTICLE NINE

The power to adopt, alter, amend or repeal by-laws shall be vested in the Board of Directors and the shareholders.

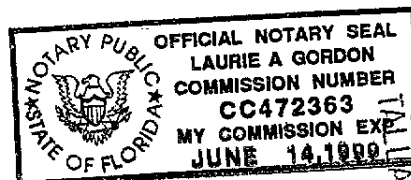
IN WITNESS WHEREOF, the undersigned incorporators have executed these
Articles of Incorporation this 12th day of April, 1999.


RAFFAELE A. RAFFA

JORGE L. CONCEPCION

STATE OF FLORIDA
COUNTY OF DADE

The foregoing instrument was acknowledged before me this 12th day of April, 1999, by
RAFFAELE A. RAFFA and JORGE L. CONCEPCION.

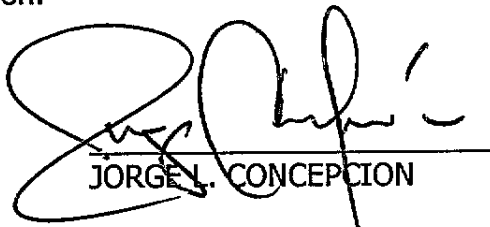

NOTARY PUBLIC, STATE OF FLORIDA



PERSONALLY KNOWN ☒ OR PRODUCED IDENTIFICATION _____
TYPE OF IDENTIFICATION PRODUCED: _____

RESIDENT AGENT ACCEPTANCE

I HEREBY am familiar with and accept the duties and responsibilities as
registered agent for said Corporation.


JORGE L. CONCEPCION

FILED
99 APR 14 PM 1:05
TALLAHASSEE, FLORIDA
SECRETARY OF STATE