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1.) Nursing Unlimited, Inc.
(CORPORATE NAME & DOCUMENT #)

2.) _____
(CORPORATE NAME & DOCUMENT #)

3.) _____
(CORPORATE NAME & DOCUMENT #)

4.) _____
(CORPORATE NAME & DOCUMENT #)

5.) _____
(CORPORATE NAME & DOCUMENT #)

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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OCT 11 2000

ARTICLES OF INCORPORATION
OF
NURSING UNLIMITED, INC.

The undersigned incorporator, for the purpose of forming a corporation under the Florida Business Corporation Act, hereby adopts the following Articles of Incorporation.

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ARTICLE I.
CORPORATE NAME.

The name of this corporation is Nursing Unlimited, Inc.

ARTICLE II.
PURPOSE AND NATURE.

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

ARTICLE III.
PRINCIPAL OFFICE.

The street and mailing address of the initial principal place of business are: 633 Northeast 167th Street, Suite 1205, North Miami Beach, Florida 33162.

The stockholders may from time to time move the principal office of this corporation to any other address in Florida.

ARTICLE IV.
CAPITAL STOCK.

The number of shares of stock that this corporation is authorized to have outstanding at any one time is One Thousand (1,000) shares having a par value of \$1.00 per share. All shares shall be Common Shares and shall be identical with each other in every respect. The holders of Common Shares shall be entitled to one vote for each share on all matters on which stockholders have the right to vote.

ARTICLE V.
DIRECTORS.

This corporation shall have at least one director initially, but the number of directors may be increased from time to time, by bylaws adopted by the stockholders, but shall never be less than one.

ARTICLE VI.
INITIAL BOARD OF DIRECTORS.

The names and addresses of the first board of directors are as follows:

<u>NAME</u>	<u>ADDRESS</u>
Steven W. Pollack	633 N.E. 167 th Street Suite 1205 N. Miami Beach, FL 33162
Bradley S. Pollack	633 N.E. 167 th Street Suite 1205 N. Miami Beach, FL 33162

ARTICLE VII.
INITIAL REGISTERED AGENT AND STREET ADDRESS.

The name and Florida address of the initial registered agent are:

<u>NAME</u>	<u>ADDRESS</u>
Steven W. Pollack	633 N.E. 167 th Street Suite 1205 N. Miami Beach, FL 33162

ARTICLE VIII.
INCORPORATOR.


The names and addresses of the incorporator of this corporation are as follows:

<u>NAME</u>	<u>ADDRESS</u>
Steven W. Pollack	633 N.E. 167 th Street Suite 1205 N. Miami Beach, FL 33162

ARTICLE IX.
INDEMNIFICATION.

The corporation shall indemnify its incorporator, directors, officers, and employees to the fullest extent permitted by law.

IN WITNESS WHEREOF, the undersigned Incorporator(s) has/have executed these Articles of Incorporation on the 9TH day of October 2000.

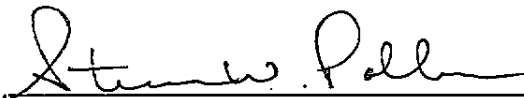


Signature of Incorporator

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ACCEPTANCE OF REGISTERED AGENT

Having been named as registered agent and designated to accept service of process for the above corporation, 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.



By: Steven W. Pollack
As Registered Agent for
Nursing Unlimited, Inc.

10/9/2000
Date