

SIR TAX

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2019 Tyler St. * Hollywood, FL 33020 * (305) 922-1901 * Fax 926-6770

P9500056349

Of Counsel: R. Kevin Cross, E.A.

18 July 1995

Department of State
Division of Corporations
Attn: New Filings Section
P.O. Box 6327
Tallahassee, Florida 32314

Ref.: TheraMedical Staffing Corp.

Dear Sirs:

ENCLOSURE 1541 1541
-07/19/95 -01077-001
****122.50 ****122.50

Please incorporate the enclosed company effective July 19, 1995, and forward the certification as soon as possible.

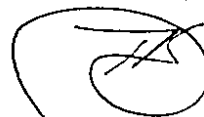
Thank you for your continued assistance in these matters.

Sincerely,

R. Kevin Cross, E.A.
Accountant & Tax Consultant

RKC/tmc.

7/20/95



ARTICLES OF INCORPORATION
OF
THERAMEDICAL STAFFING CORP.



The undersigned incorporator(s), for the purpose of forming a corporation under the Florida General Corporation Act, hereby adopt(s) the following Articles of Incorporation.

ARTICLE I - NAME

The name of the corporation shall be: TheranMedical Staffing Corp.

The principal place of business of this corporation shall be: 12742 NW 11th Place/Sunrise, Florida 33323-3118.

ARTICLE II - NATURE OF BUSINESS

This corporation may engage in or transact any or all lawful activities or business, with concentration on import and export, permitted under the laws of the; United States, the State of Florida, or any other state, country, territory or nation.

ARTICLE III - CAPITAL STOCK

The aggregate number of shares of stock and its par value that this corporation is authorized to have outstanding at any one time is: One hundred shares common stock at (\$1.00) one dollar par value.

ARTICLE IV - TERM OF EXISTENCE

This corporation is to exist perpetually, **effective July 19, 1995.**

ARTICLE V - OFFICERS & DIRECTORS

The name(s) and street address(Es) of the initial officer(s) and director(s), if any, who shall hold office the first year of the corporation's existence or until their successor(s) is(are) elected, is(are):

Norman Saib
12742 NW 11th Place
Sunrise, Florida 33323-3118

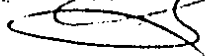
ARTICLE VI - INCORPORATOR(S)

The name(s) and street address(es) of the incorporator(s) to this articles of incorporation is(are):

Norman Saib
12742 NW 11th Place
Sunrise, Florida 33323-3118

IN WITNESS WHEREOF, the undersigned incorporator(s) has (have) executed these Articles of Incorporation this eighteenth day of July 1995.

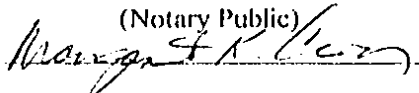
Signature(s) of Incorporator(s)



STATE OF FLORIDA,
COUNTY OF BROWARD.

THE FOREGOING instrument was acknowledged and sworn to before me this eighteenth day of July, 1995, by Mr. Norman J. Saib of TheraMedical Staffing Corp.

(Notary Public)



My Commission Expires: 4-21-98

(SEAL)

MARGARET K. CROSS
Notary Public, State of Florida
My Comm. Expires Apr. 21, 1998
No. CC 366603
Bonded Thru Official Notary Service

CERTIFICATE DESIGNATING REGISTERED AGENT/REGISTERED OFFICE Pursuant to the provisions of Section 607.325, 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.

The name of the corporation is:

TheraMedical Staffing Corp.

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

Norman Saib
12742 NW 11th Place
Sunrise, Florida 33323-3118

SIGNATURE  (Corporate Officer)

TITLE: PRESIDENT & C.E.O.

DATED: JULY 18, 1995.

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 OF SECTION 607.325 FLORIDA STATUTES.

SIGNATURE  (Registered Agent)

DATED: JULY 18TH, 1995.