

CAPITAL CONNECTION, INC.

417 E. Virginia Street, Suite 1 • Tallahassee, Florida 32302
(904) 224-8870 • 1-800-342-8062 • Fax (904) 222-1222

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS

97 JUL 24 PM 1:22

P97000064150

medcor medical
management, inc.

000002246420--0
-07/24/97--01032--020
*****70.00 *****70.00

- Art of Inc. File _____
- ___ LTD Partnership File _____
- ___ Foreign Corp. File _____
- ___ L.C. File _____
- ___ Fictitious Name File _____
- ___ Name Reservation _____
- ___ Merger File _____
- ___ Art. of Amend. File _____
- ___ RA Resignation _____
- ___ Dissolution / Withdrawal _____
- ___ Annual Report / Reinstatement _____
- ___ Cert. Copy _____
- Photo Copy _____
- ___ Certificate of Good Standing _____
- ___ Certificate of Status _____
- ___ Certificate of Fictitious Name _____
- ___ Corp Record Search _____
- ___ Officer Search _____
- ___ Fictitious Search _____
- ___ Fictitious Owner Search _____
- ___ Vehicle Search _____
- ___ Driving Record _____
- ___ UCC 1 or 3 File _____
- ___ UCC 11 Search _____
- ___ UCC 11 Retrieval _____
- ___ Courier _____

RECEIVED
97 JUL 24 AM 10:19

Signature _____

Requested by: CSB 7.24 1000

Name _____ Date _____ Time _____

Walk-In _____ Will Pick Up _____

PP
7-24-97

**ARTICLES OF INCORPORATION
OF
MEDCOR MEDICAL MANAGEMENT, INC.**

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS

97 JUL 24 PM 1:23

ARTICLE I. NAME

The name of this corporation shall be Medcor Medical Management, Inc.

ARTICLE II. COMMENCEMENT & DURATION

The commencement of this corporation's existence shall be at the time of the filing of these Articles Of Incorporation by the Secretary of State. This corporation's duration shall be perpetual.

ARTICLE III. PURPOSE

This corporation is being organized for the purpose of engaging in the transaction of any and all lawful business activities permitted under the laws of the State of Florida and the United States of America.

ARTICLE IV. CAPITAL STOCK

This corporation shall have the authority to issue 10,000 shares of common capital stock having a par value of \$0.001 per share.

ARTICLE V. INDEMNIFICATION

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

ARTICLE VI. PRINCIPAL OFFICE

The address of this corporation's principal office shall be: 8676 Griffin Road, Fort Lauderdale, Florida 33328.

ARTICLE VII. INITIAL REGISTERED OFFICE & AGENT

The address of this corporation's initial registered office shall be: 8676 Griffin Road, Fort Lauderdale, Florida 33328.


The name of the individual who shall serve as this corporation's initial registered agent at that address is: Eugene P. Samuels.

ARTICLE VIII. INCORPORATOR

The name and address of the individual who shall serve as this corporation's incorporator is: Eugene P. Samuels, 8676 Griffin Road, Fort Lauderdale, Florida 33328.

ARTICLE IX. AMENDMENT

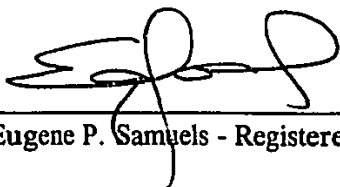
This corporation reserves the right to amend or repeal any provisions in these Articles Of Incorporation, or any amendments hereto. Any right conferred upon the shareholders shall be subject to this reservation.



Eugene P. Samuels, Incorporator

ACCEPTANCE OF REGISTERED AGENT

I hereby accept my designation as registered agent and agree to serve as the registered agent of Medcor Medical Management, Inc. I hereby state that I am familiar with and accept the duties and responsibilities as registered agent for Medcor Medical Management, Inc.



Eugene P. Samuels - Registered Agent

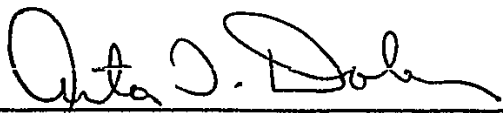
State Of Florida

SS:

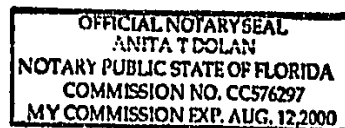
County of Broward

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
97 JUL 24 PM 1:23

On this 23RD day of July, 1997, Eugene P. Samuels, designated above as the individual who shall serve as the corporation's incorporator and initial registered agent, who is personally known to me, or produced a Florida Driver's License as identification, personally appeared before me at the time of notarization and, after being given the oath, acknowledged signing these Articles Of Incorporation Of Medcor Medical Management, Inc.



Notary Public



Commission Expiration Date & Commission Number:

(SEAL)