

**Electronic Articles of Incorporation
For**

N04000006694
FILED
July 09, 2004
Sec. Of State
tsmith

VALUEMED MANAGED CARE SERVICES INC.

The undersigned incorporator, for the purpose of forming a Florida not-for-profit corporation, hereby adopts the following Articles of Incorporation:

Article I

The name of the corporation is:

VALUEMED MANAGED CARE SERVICES INC.

Article II

The principal place of business address:

2125 BISCAYNE BLVD
530
MIAMI, FL. 33137

The mailing address of the corporation is:

2520 SW 68 AVE
MIAMI, FL. 33155

Article III

The specific purpose for which this corporation is organized is:

PROVIDE MANAGED HEALTHCARE SERVICES

Article IV

The manner in which directors are elected or appointed is:

VOTE

Article V

The name and Florida street address of the registered agent is:

VALUEMED INC
2125 BISCAYNE BLVD
SUITE 530
MIAMI, FL. 33137

I certify that I am familiar with and accept the responsibilities of registered agent.

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Registered Agent Signature: /FRANCISCO J RODRIGUEZ/

Article VI

The name and address of the incorporator is:

FRANCISCO J RODRIGUEZ
2520 SW 68 AVE
MIAMI, FL 33155

Incorporator Signature: /FRANCISCO J RODRIGUEZ/

Article VII

The initial officer(s) and/or director(s) of the corporation is/are:

Title: P
VALUEMED INC.
2125 BISCAYNE BLVD, SUITE 530
MIAMI, FL. 33137

Article VIII

The effective date for this corporation shall be:

07/01/2004