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REFERENCE : 842970 7145634

AUTHORIZATION :

Patricia Pignata

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ORDER DATE : June 3, 1998

ORDER TIME : 9:06 AM

ORDER NO. : 842970-005

CUSTOMER NO: 7145634

CUSTOMER: Larry Gonzales, Esq
LARRY J. GONZALES, P.A.

Suite 223
2739 U.S. Hwy 19
Holiday, FL 34691

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DIVISION OF CORPORATIONS
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DOMESTIC FILING

NAME: TAMPA BAY REGIONAL DISASTER
NETWORK, INC.

EFFECTIVE DATE:

XX ARTICLES OF INCORPORATION
____ CERTIFICATE OF LIMITED PARTNERSHIP

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

XX CERTIFIED COPY
____ PLAIN STAMPED COPY
____ CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Stacy L Earnest

EXAMINER'S INITIALS:

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ARTICLES OF INCORPORATION

of

TAMPA BAY REGIONAL DISASTER NETWORK, INC.

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The undersigned, a natural person of the age of 18 years or more, acting as incorporator, adopts the following Articles of Incorporation for a corporation not for profit pursuant to Chapter 617 of the Florida Statutes.

ARTICLE 1: CORPORATE NAME AND ADDRESS

The name and address of the Corporation shall be TAMPA BAY REGIONAL DISASTER NETWORK, INC., 13203 Shadbury Lane, Hudson, FL 34667.

ARTICLE 2: CORPORATE PURPOSE

The Corporation is organized exclusively for religious, charitable, scientific, literary, and educational purposes within the meaning of Section 501(c)(3) of the Internal Revenue Code of 1986 or the corresponding provision of any future United State Internal Revenue law. More specifically, the Corporation is organized for the purpose of providing emergency medical care during a disaster or other unusual event.

ARTICLE 3: RESTRICTIONS ON CORPORATE POWERS

The Corporation shall possess all powers granted corporations not for profit under the laws of the State of Florida and shall be subject to all restrictions imposed upon such corporations. In addition thereto, the following restrictions shall pertain:

3.01 No part of the net earnings of the Corporation shall inure to the benefit of or be distributable to its members, trustees, officers or other private persons except that the Corporation shall be authorized and empowered to pay reasonable compensation for services rendered and to make expenditures in furtherance of the purposes set forth in Article 2 hereof.

3.03 Notwithstanding any other provision of these articles, this organization shall not carry on any activities not permitted to be carried on by an organization exempt from Federal income tax under Section 501(c)(3) of the Internal Revenue Code of 1986, as amended, and its regulations or the corresponding provision of any future United States Internal Revenue law, or by an organization, contributions which are deductible under Section 170 (c)(2) or such Code and regulations, or by a corporation organized under Florida Statute Chapter 617.

ARTICLE 4: DURATION OF CORPORATE EXISTENCE

The Corporation shall have perpetual existence, unless terminated by due process of law.

ARTICLE 5: DISPOSITION OF ASSETS UPON DISSOLUTION

Upon the dissolution of the Corporation, assets shall be distributed for one or more exempt purposes within the meaning of Section 501(c)(3) of the Internal Revenue Code, or corresponding section of any future federal tax code, or shall be distributed to the federal government, or to a state or local government, for a public purpose. Any such assets not so disposed of shall be disposed of by a Court of competent jurisdiction in the county in which the principal office of the Corporation is then located, exclusively for such purposes or to such organization or organizations, as said Court shall determine, which are organized and operated exclusively for such purposes.

ARTICLE 6: MEMBERS

The Corporation shall have no voting members.

ARTICLE 7: INCORPORATOR

The name and residence of the sole incorporator to these Articles of Incorporation is:

NAME

ADDRESS

LARRY J. GONZALES

2739 U.S. Highway 19, Suite 223
Holiday, FL 34691

ARTICLE 8: OFFICERS

8.01 Defined. The affairs of the Corporation shall be managed by a president, a secretary, and treasurer who shall perform the usual functions of said offices together with such additional officers as may be from time to time constituted and appointed by the Board of Directors or as may be provided in the bylaws.

8.02 Election. Officers of the Corporation shall be elected in the manner provided for in the bylaws. All officers shall continue to serve until the election of their successors or their resignation, whichever comes first.

8.03 Initial. The names and addresses of the officers who are to serve until the first annual meeting of the directors are:

<u>OFFICER</u>	<u>NAME</u>
PRESIDENT	RONALD A. WEGNER 13203 Shadbury Lane Hudson, FL 34667
VICE-PRESIDENT	ROBERT BRUCE PETTYJOHN 594 Ranch Road Tarpon Springs, FL 34689
SECRETARY	MICHAEL KELZER 13203 Shadbury Lane Hudson, FL 34667
TREASURER	MICHAEL KELZER 13203 Shadbury Lane Hudson, FL 34667

ARTICLE 9: BOARD OF DIRECTORS

9.01 The Corporation shall be governed by a Board of Directors each of whom shall be members of the corporation and shall be elected in the manner provided for in the bylaws. The Board of Directors may be increased or decreased as provided in the bylaws but in no case shall the number of Directors be less than three.

9.02 The number of Directors constituting the initial Board of Directors is three (3). The names and addresses of those who are to serve as initial Directors until the first annual meeting of the Corporation and the election and qualification of their successors are as follows:

<u>NAME</u>	<u>ADDRESS</u>
RONALD A. WEGNER	13203 Shadbury Lane Hudson, FL 34667
ROBERT BRUCE PETTYJOHN	594 Ranch Road Tarpon Springs, FL 34689
MICHAEL KELZER	13203 Shadbury Lane Hudson, FL 34667

ARTICLE 10: ADOPTION AND AMENDMENT OF BYLAWS

The bylaws of the Corporation shall be as adopted by the first Board of Directors. The bylaws may thereafter be amended by a majority vote of the Board of Directors at any regular or special meeting thereof provided that notice of such meeting containing the text of the proposed bylaw amendment is furnished to each Director at least five days prior to such meeting.

ARTICLE 11: DEFENSE AND INDEMNIFICATION OF OFFICERS AND DIRECTORS

The Corporation shall defend, indemnify and hold harmless, every registered agent, director or officer and his or her heirs, personal representatives and administrators against liability and against expenses reasonably incurred by him or her in connection with any action, suit or proceeding to which he or she may be made a party by reason of his or her having been a director or officer of this Corporation, except in relation to matters as to which he or she shall be finally adjudged in such action, suit or proceeding to be liable for willful misconduct. The foregoing rights shall be exclusive of other rights to which he or she may be entitled.

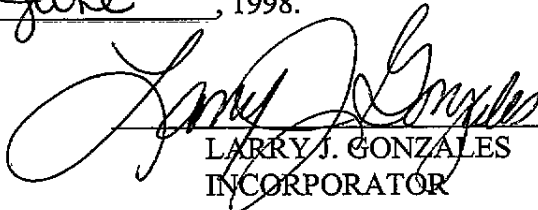
ARTICLE 12: AMENDMENT OF ARTICLES OF INCORPORATION

Amendments of the Articles of Incorporation shall be adopted by a majority vote of all directors at any regular or special meeting at which a quorum is present, provided that written notice of such meeting containing the text of the proposed amendments is furnished each member not less than ten days prior to such meeting.

ARTICLE 13: REGISTERED AGENT

The Corporation's initial registered agent maintains offices at 2739 U.S. Highway 19, Suite 223, Holiday, FL 34691, and the registered agent at that address shall be LARRY J. GONZALES, ESQ.

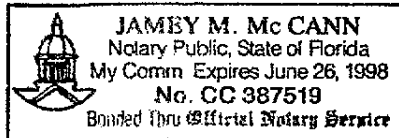
DATED this 2nd day of June, 1998.



LARRY J. GONZALES
INCORPORATOR

STATE OF FLORIDA
COUNTY OF PASCO

The foregoing instrument was acknowledged before me this 2nd day of June, 1998, by LARRY J. GONZALES who is personally known to me.



Jamey M. McCann
Notary Public - State of Florida
My Commission Expires:

ACCEPTANCE BY REGISTERED AGENT

HAVING BEEN NAMED to accept service of process for the above stated nonprofit 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.

DATED this 2nd day of June, 1998.

Larry J. Gonzales
LARRY J. GONZALES, Registered Agent

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