

To Whom It May Concern:

If there are any questions concerning the filing of these Articles of

Incorporation, please feel free to contact Mr. David Strong at

904-761-7855 Extension 42. The signature below authorizes you to act upon

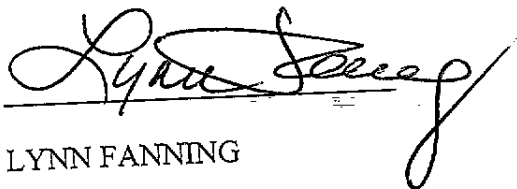
his direction in this matter.

Please mail the Articles of Incorporation to:

Quality Financial Services Inc.

3945 Nova Road

Port Orange, FL 32127


LYNN FANNING

00000029566
FILED
00 MAR 24 AM 10:03
SECRETARY OF STATE
TALLAHASSEE, FLORIDA
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42-7248
3/7/2000



FLORIDA DEPARTMENT OF STATE
Katherine Harris
Secretary of State

March 17, 2000

QUALITY FINANCIAL SERVICES INC.
3945 NOVA RD
PORT ORANGE, FL 32127

SUBJECT: E DOCTORS CARE INC
Ref. Number: W00000007249

We have received your document for E DOCTORS CARE INC and your check(s) totaling \$70.00. However, the enclosed document has not been filed and is being returned for the following correction(s):

The effective date is not acceptable since it is not within five working days of the date of receipt.

The registered agent and street address must be consistent wherever it appears in your document.

Please return the original and one copy of your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 487-6915.

Pamela Hall
Document Specialist

Letter Number: 300A00014934

ARTICLES OF INCORPORATION

FILED

00 MAR 24 AM 10:03

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLE I = NAME

The Name of this Corporation is E DOCTORS CARE INC

ARTICLE II = DURATION

This corporation shall have perpetual existence commencing on the date of *filing with state.*

ARTICLE III = PURPOSE

This corporation is organized for transacting all lawful business.

ARTICLE IV = CAPITAL STOCK

This corporation is authorized to issue one hundred (100) shares of one dollar par value common stock.

ARTICLE V = INITIAL REGISTERED OFFICE AND AGENT

The mailing address of the principal office of this corporation is 2289 8TH AVE ST. JAMES CITY FL 33956

The initial registered agent is LYNN FANNING whose physical address is *2289* 8th AVE ST JAMES CITY
FLORIDA 33956

The registered address is: 2289 8TH AVE ST. JAMES CITY FL 33956

ARTICLE VI = INITIAL BOARD OF DIRECTORS

This corporation shall have no Directors.

ARTICLE VII = INCORPORATORS

The name and address of the person signing these articles of Incorporation is LYNN FANNING 2301 8th AVE
ST JAMES CITY FLORIDA 33956

ARTICLE VIII = MANAGEMENT OF CORPORATION BY SHAREHOLDERS

All corporate powers shall be exercised by or under the authority of, and the business and affairs of this corporation shall be managed under the direction of the majority of shareholders of this corporation.

Each shareholder shall be entitled to one vote in person, or by proxy, for each share of voting stock held. A majority of the outstanding shares of the corporation entitled to vote, represented in person, or by proxy, shall constitute a quorum at any meeting of the shareholders for the management of the business of the corporation.

ARTICLE IX = POWERS

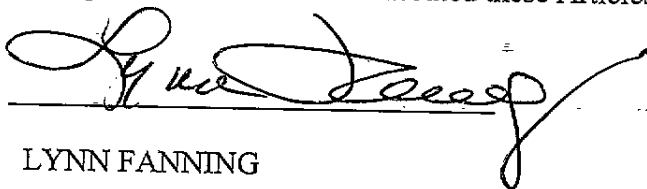
This corporation shall have all of the corporate powers enumerated in the Florida General Corporation Act.

ARTICLE X = INDEMNIFICATION

The corporation shall indemnify any officer or any former officer to the full extent permitted by law.

ARTICLE XI = AMENDMENT

The corporation reserves the right to amend or repeal any provisions contained in these Articles Of Incorporation, and any right conferred upon the shareholders is subject to this reservation. IN WITNESS WHEREOF, the undersigned subscribers have executed these Articles of Incorporation on this date: 12/21/1999


LYNN FANNING

STATE OF FLORIDA)

COUNTY OF LEE

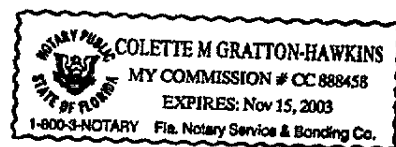
Before me, a Notary Public authorized to take acknowledgments in the State and County set forth above, personally appeared LYNN FANNING known by me to be the person who executed the foregoing Articles of Incorporation and they acknowledged before me that they executed those Articles of Incorporation. In witness whereof, I have hereunto set my hand and seal in the State and County last aforesaid, this date 12/21/1999



Notary Public, State of Florida At Large:

My Commission Expires: _____

Nov. 15, 2003



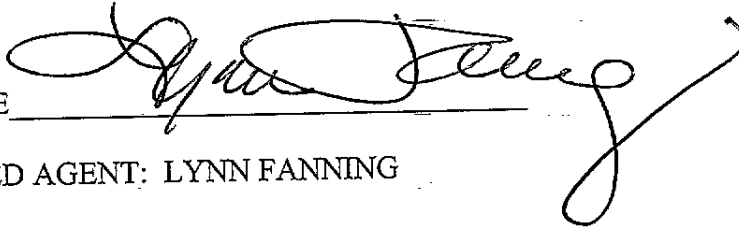
CERTIFICATE DESIGNATING PLACE OF BUSINESS OR DOMICILE FOR THE SERVICE OF
PROCESS WITHIN FLORIDA.

NAMING AGENT UPON WHICH PROCESS MAY BE SERVED.

IN COMPLIANCE WITH SECTION 48.091, FLORIDA STATUTES, THE FOLLOWING IS SUBMITTED:
FIRST -- E DOCTORS CARE INC DESIRING TO ORGANIZE OR QUALIFY UNDER THE LAWS OF
THE STATE OF FLORIDA, WITH ITS PRINCIPAL PLACE OF BUSINESS AT THE CITY OF ST. JAMES
CITY STATE OF FLORIDA HAS NAMED LYNN FANNING AS ITS AGENT TO ACCEPT SERVICE OF
PROCESS WITHIN FLORIDA.

HAVING BEEN NAMED TO ACCEPT SERVICE OF PROCESS FOR THE ABOVE STATE
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.

SIGNATURE



REGISTERED AGENT: LYNN FANNING

DATE: 12/21/1999

FILED
00 MAR 24 AM 10:03
SECRETARY OF STATE
TALLAHASSEE, FLORIDA