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April 3, 2000

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Florida Department of State
Division of Corporations
409 E. Gaines Street
Tallahassee, FL 32399

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*****87.50 *****87.50

Re: New Corporation Filing - WWW.VIRTUALHEALTHCARE.MD, INC.
Our File No.: 2852.3

To Whom It May Concern:

Enclosed please find our firm's check no. 13576 made payable to the Florida Department of State in the amount of \$87.50 for the filing fee, a certified copy of the Articles of Incorporation and a Certificate of Status. Also enclosed are the original Articles of Incorporation and a copy to be certified.

Please immediately file the enclosed Articles of Incorporation and return the certified copy and Certificate of Status to my attention at the Fort Lauderdale address above on this letterhead.

Thank you for your prompt attention to this matter. Please do not hesitate to contact me with any questions you may have concerning the enclosures.

Sincerely,

S. Coleman

Stephanie Coleman, Legal Assistant

(954) 467-1300 Ext. 111

Enclosures

FILED
00 APR -5 AM 10:06
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

T. Burch APR 10 2000

MIAMI OFFICE:

100 SOUTH BISCAYNE BOULEVARD, SUITE 800, MIAMI, FLORIDA 33131, TEL. (305) 374-1300, FAX (305) 358-8305

FILED

ARTICLES OF INCORPORATION

00 APR -5 AM 10: 06

OF

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

WWW.VIRTUALHEALTHCARE.MD, INC.

The undersigned incorporator of these Articles of Incorporation hereby presents these Articles of Incorporation to the Secretary of State of the State of Florida for the formation of a Corporation under the laws of the State of Florida.

ARTICLE I - NAME

The name of the corporation shall be:

WWW.VIRTUALHEALTHCARE.MD, INC.

The address of the principal office of this corporation shall be 1070 NE 27th Avenue, Pompano Beach, Florida 33062, and the mailing address of the corporation shall be the same.

ARTICLE II- NATURE OF BUSINESS

This corporation may engage or transact in nay or all lawful activities or business 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 maximum number of shares of stock that the Corporation is authorized to have outstanding at any time is five hundred (500) shares of common stock having One Dollar (\$1.00) par value per share.

ARTICLE IV - REGISTERED AGENT

The name of the initial registered agent and the street address of the registered office are as follows:

Chris Horsnell
1070 NE 27th Avenue
Pompano Beach, Florida 33062

ARTICLE V - TERM OF EXISTENCE

This corporation is to exist perpetually.

ARTICLE VI - INCORPORATOR

The name and street address of the Incorporator of these Articles of Incorporation shall be:

Chris Horsnell
1070 NE 27th Avenue
Pompano Beach, Florida 33062

ARTICLE VII - BOARD OF DIRECTORS

The initial By-Laws shall be adopted by the Corporation's first Board of Directors. Thereafter, the power to alter, amend, or repeal the By-Laws shall be vested in the stockholders and the directors of the Corporation in the manner set forth in the By-Laws.

ARTICLE VIII - INITIAL DIRECTOR

The Corporation shall have one (1) director initially. Thereafter, the number of directors may be increased or decreased in the manner set forth in the By-Laws, but in no event shall there be less than one (1) director, nor more than three (3) directors. The initial director and his titles are as follows:

Initial Director
Chris Horsnell

Title
President, Secretary, Treasurer

IN WITNESS WHEREOF, the undersigned incorporator has hereunto executed these Articles of Incorporation this 27 day of March, 2000, at Broward County, Florida.



CHRIS HORSNELL

ACCEPTANCE OF REGISTERED AGENT

Having been named as registered agent and to accept service of process for the above stated corporation at the place designated in this certificate, I hereby accept the appointment as registered agent and agree to act in this capacity, and further agree to comply with the provisions of all statutes relative to the proper and complete performance of its duties, and I am familiar with and accept the obligations of my position as registered agent. Dated this 27 day of March, 2000.



CHRIS HORSNELL