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C. ANTHONY RUMORE

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FILED
2000 JUN 13 PM 4:04
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

June 12, 2000

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

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RE: ONCO-CONSULTANTS INTERNATIONAL, INC.

Gentlemen:

Enclosed herewith are the executed Articles of Incorporation for the above named entity to be filed with the Florida Department of State.

Sincerely,



C. Anthony Rumore
Attorney at Law

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLES OF INCORPORATION
OF
ONCO-CONSULTANTS INTERNATIONAL, INC.

ARTICLE I
NAME

The name of this corporation is ONCO-CONSULTANTS INTERNATIONAL, INC.

ARTICLE II
INITIAL PRINCIPAL OFFICE

The street and mailing address of the corporation's initial principal office is:

524 Antebellum Court
Franklin, Tennessee 37064

ARTICLE III
SHARES

The total number of shares which the corporation shall have authority to issue is 1,000 shares with a par value of \$0.10 per share.

ARTICLE IV
PRE-EMPTIVE RIGHTS

Every shareholder, upon the sale for cash of any new stock of this corporation of the same kind, class or series as that which he already holds, shall have the right to purchase his pro rata share thereof (as nearly as may be done without issuance of fractional shares) at the price at which it is offered to others.

ARTICLE V
REGISTERED OFFICE AND AGENT

The street address of the corporation's initial registered office and the name of its initial registered agent at such address is:

C. Anthony Rumore, Esq.
540 East McNab Road, Suite: C
Pompano Beach, FL 33060

ARTICLE VI
DIRECTORS

This corporation shall have one director initially. The number of directors may be either increased or decreased from time to time according to the bylaws. The initial director shall be:

Eduardo Mercado
524 Antebellum Court
Franklin, Tennessee 37064

ARTICLE VII
LIABILITY OF DIRECTORS

To the fullest extent permitted by law, no director of this corporation shall be personally liable to the corporation or its shareholders for monetary damages for breach of any duty owed to the corporation or its shareholders, except that a director may be held personally liable for (i) breaches of the duty of loyalty, (ii) acts or omissions not in good faith or which involve intentional misconduct or a knowing violation of law, (iii) declaration of unlawful dividends or unlawful stock repurchases or redemptions, or (iv) a transaction from which the director derives an improper personal benefit.

Any director or officer who is involved in litigation or other proceeding by reason of his or her position as a director or officer of this corporation shall be indemnified and held harmless by the corporation to the fullest extent permitted by law.

**ARTICLE XIII
OTHER PROVISIONS**

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Corporation Type. The corporation will be a Sub Chapter S Corporation under Chapter 1244 Provisions.

Director or Officer Interest. In the absence of fraud, no transaction between (a) this corporation and (b) any other association, corporation or any director or officer of this corporation individually, shall be affected by the fact that any director or officer of this corporation is individually a party to the transaction or is interested in or is a director or officer of such other association or corporation.

**ARTICLE IX
INCORPORATOR**

The name and residence address of the incorporator is:

Eduardo Mercado
524 Antebellum Court
Franklin, Tennessee 37064

Eduardo Mercado
Incorporator

Date: 6/6/00

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. I further agree to comply with the provisions of all statutes relating to the proper and complete performance of my duties, and I am familiar with and accept the obligations of my position as registered agent.

C.A. Rumore
C. Anthony Rumore, Esq.

6/6/00
Date

This document prepared by
C. Anthony Rumore, Esq.
540 East McNab Road, Suite: C
Pompano Beach, FL 33060