527 E. University Avenue Gainesville, FL 32601 Voice: (352) 372-9593 Fax: (352) 372-9880

August 14, 2000

Division of Corporations Post Office Box 6327 Tallahassee, FL 32314

RE: Nurses to USA, Inc.

Dear Sir or Madam:

Enclosed please find the original and two copies of the Articles of Incorporation and attached Acceptance of Registered Agent for the above corporation and a check for \$70.00 for filing fees. Please file this corporation and do not hesitate to call me if you require any further documentation or information.

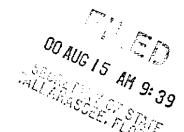
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Thompkins White

Enc.

ARTICLES OF INCORPORATION OF NURSES TO USA, INC.



The undersigned incorporator, for the purposes of forming a corporation under the Florida Business Corporation Act, hereby adopts the following Articles of Incorporation.

ARTICLE I NAME OF CORPORATION:

The name of the Corporation is:

Nurses to USA, Inc.

ARTICLE II AUTHORIZED SHARES:

The maximum number of shares which the Corporation is authorized to have outstanding at any one time is 1,000 shares, all of which shall be common shares, and have a par value of \$0.001 per share.

ARTICLE III PRINCIPAL OFFICE:

The principal office of the Corporation is at:

2632 NW 43rd Street, Suite A-106 Gainesville, FL 32606

ARTICLE IV INCORPORATOR:

Raymund V. Raval of Gainesville, Florida, is the incorporator of the Corporation.

ARTICLE V INITIAL REGISTERED AGENT AND STREET ADDRESS:

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

Raymund V. Raval 2632 NW 43rd Street, Suite A-106 Gainesville, FL 32606

In witness whereof I have hereunder subscribed my name this \$\frac{8}{2}\$

day of August, 2000

Raymund V. Raval

Incorporator

STATE OF FLORIDA **COUNTY OF ALACHUA**

The foregoing instrument was acknowledged before me this day of August, 2000, by Raymund V. Raval, who is personally known to me or who produced Driver License no.:

as identification, and who says that he is the Incorporator of these Articles of Incorporation and as such Incorporator verifies that all statements and information contained therein are true and correct.

DATED this day of August, 2000.

(SEAL)

DIANA L. VOGEL MY COMMISSION # CC 529151 EXPIRES: April 29, 2000 Bonded Thru Notary Public Underwriters

My Commission Expires:

ACCEPTANCE OF DUTIES 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. 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.

Registered Agent