

P00000113177

**COHEN POLLOCK MERLIN
AXELROD & TANENBAUM**

A PROFESSIONAL CORPORATION
ATTORNEYS AT LAW
WWW.CPMAT.COM

December 4, 2000

2100 RIVEREDGE PARKWAY, N.W.
SUITE 300
ATLANTA, GEORGIA 30328-4656
TELEPHONE: 770 858-1288
FACSIMILE: 770 858-1277

3343 PEACHTREE ROAD, N.E.
SUITE 750, EAST TOWER
ATLANTA, GEORGIA 30326
TELEPHONE: 770 858-1288
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VIA FEDERAL EXPRESS

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

REPLY TO: RiverEdge Parkway

300003487513--5
-12/05/00--01057--001
*****70.00 *****70.00

Re: Innovative Healthcare Solutions, Inc.
Our File #17169

Dear Sir or Madam:

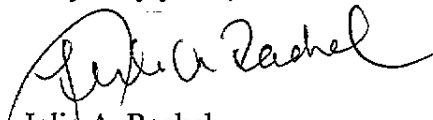
To incorporate Innovative Healthcare Solutions, Inc., in the State of Florida,
enclosed please find the following:

- (1) The original and one (1) copy of the Articles of Incorporation of
Innovative Healthcare Solutions, Inc.; and
- (2) Our firm's check in the amount of \$70.00, payable to the Florida Secretary
of State, for filing the Articles of Incorporation.

Please accept these for filing and issue a Certificate of Incorporation on behalf of
the above corporation, and return same to me in the enclosed Federal Express envelope.

If any further information is required, please contact the undersigned.

Very truly yours,


Julie A. Rachel
Corporate Paralegal

/jar
Enclosures

109667

FILED
00 DEC -5 PM 2:25
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

BROWN DEC 11 2000

**ARTICLES OF INCORPORATION
OF
INNOVATIVE HEALTHCARE SOLUTIONS, INC.**

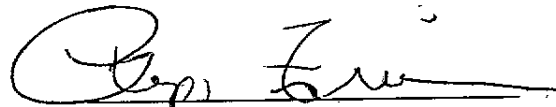
FILED
00 DEC -5 PM 2:25
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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

- FIRST:** The name of the corporation is Innovative Healthcare Solutions, Inc.
- SECOND:** The street address of the initial principal office of the corporation is 80 Colony Point Drive, Punta Gorda, Charlotte County, Florida 33950.
- THIRD:** The number of shares the corporation is authorized to issue is Ten Thousand (10,000).
- FOURTH:** The street address of the initial registered office of the corporation is 80 Colony Point Drive, Punta Gorda, Charlotte County, Florida 33950, and the name of its initial registered agent at such address is Robin Bayne.
- FIFTH:** The name and address of the sole incorporator is:

Pepi Friedman
Cohen Pollock Merlin Axelrod & Tanenbaum, P.C.
2100 RiverEdge Parkway, Suite 300
Atlanta, Georgia 30328

IN WITNESS WHEREOF, the undersigned sole incorporator executed these Articles of Incorporation, this 4th day of December, 2000.


Pepi Friedman, Incorporator

The undersigned is familiar with and accepts the obligations provided for in Section 607.0505 of the Florida Statutes.

By: 
Robin Bayne, Registered Agent