

P01000009030

CLARK, PARTINGTON, HART, LARRY, BOND & STACKHOUSE

ATTORNEYS AT LAW
SUITE 800, ONE PENSACOLA PLAZA
125 WEST ROMANA STREET
PENSACOLA, FLORIDA 32501

PENSACOLA OFFICE

TELEPHONE (850) 434-9200
FAX (850) 433-9599
E-MAIL jwilliam@cphlaw.com

P.O. Box 13010
PENSACOLA, FL 32591-3010

DESTIN OFFICE

SUITE 6 - A
151 REGIONS WAY
DESTIN, FLORIDA 32541
TELEPHONE (850) 650-3304
FAX (850) 650-3305

January 22, 2001

Secretary of State
Division of Corporations
Post Office Box 6327
Tallahassee, FL 32314

600003567756--0
-01/23/01--01055--005
*****78.75 *****78.75

RE: Filing Articles of Incorporation

To Whom It May Concern:

EFFECTIVE DATE
01-16-01

Enclosed are the original and one copy of the Articles of Incorporation for Williams Biomedical Services, Inc. along with check in the amount of \$78.75. Please return the certified copy to me at the above address in Pensacola.

Joyce A. Williams GAVE
AUTHORIZATION BY PHONE TO
CORRECT EFF. DATE
DATE 1-24-01
ROC EXAM

Very truly yours,

Joyce Williams

Joyce A. Williams
Certified Legal Assistant/Paralegal

Enclosures

FILED
01 JAN 23 PM 3:14
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLES OF INCORPORATION

FILED

OF

01 JAN 23 PM 3:14

WILLIAMS BIOMEDICAL SERVICES, INC.

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The undersigned incorporator, ANTHONY J. WILLIAMS, an individual authorized to contract, hereby presents these Articles of Incorporation for the formation of a corporation under the provisions of Chapter 607, Florida Statutes.

ARTICLE I - NAME

EFFECTIVE DATE
01-16-01

The name of this corporation is WILLIAMS BIOMEDICAL SERVICES, INC.

ARTICLE II - PRINCIPAL OFFICE

The address of the principal office of the corporation 824 West Zarragossa Street, Pensacola, Florida 32501.

ARTICLE III - PURPOSE

This corporation is organized for the purpose of transacting any and all lawful business under the laws of the State of Florida and the laws of the United States.

ARTICLE IV - CAPITAL STOCK

This corporation is authorized to issue five hundred (500) shares of \$1.00 par value common stock.

ARTICLE V - TERM OF EXISTENCE

This corporation shall have perpetual existence.

ARTICLE VI - RESTRICTIONS ON TRANSFER OF STOCK

Unless waived by written agreement among this corporation and its shareholders, shares held by persons receiving shares in the initial issue of stock in this corporation may not be resold to other persons unless such shares are first offered to this corporation, and, if not so purchased, then to the other shareholders at the price and terms identical to the proposed sale to a third person. The restrictions contained in this Article VI may be modified by a separate written agreement among the corporation and the shareholders receiving shares in the initial issuance of stock of the corporation.

ARTICLE VII - INITIAL REGISTERED OFFICE AND AGENT

The address of the initial registered office of this corporation shall be 824 West Zarragossa Street, Pensacola, Florida 32501, and the name of the initial registered agent of this corporation at that address is Anthony J. Williams.

ARTICLE VIII - INITIAL BOARD OF DIRECTORS

This corporation shall have one (1) director initially. The number of directors may be either increased or diminished from time to time by the bylaws of the corporation, but shall never be less

than one (1). The name and address of the initial director of this corporation is:

Anthony J. Williams
824 West Zarragossa Street
Pensacola, FL 32501

ARTICLE IX - INCORPORATOR

The name and address of the person signing these Articles are:

Anthony J. Williams
824 West Zarragossa Street
Pensacola, FL 32501

ARTICLE X - COMMENCEMENT OF CORPORATE EXISTENCE

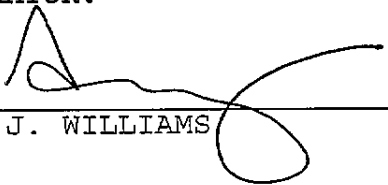
The date for commencement of this corporation's existence shall be January 16, 2001.

ARTICLE XI - AMENDMENT

This corporation reserves the right to amend or repeal any provisions contained in these Articles of Incorporation or any amendment hereto, and any right conferred upon the shareholder(s) is subject to this reservation.

IN WITNESS WHEREOF, the undersigned incorporator has executed these Articles of Incorporation on the 21 day of January, 2001.


INCORPORATOR:



ANTHONY J. WILLIAMS

REGISTERED AGENT ACCEPTANCE

I do hereby accept the foregoing designation as registered agent of Williams Biomedical Services, Inc. Further, I am familiar with and accept the duties and obligations of such designation.



Anthony J. Williams

Date: 1/21, 2001