

P0100000/3395

LAW OFFICES

STEVEN M. CHAMBERLAIN, P.A.

618 NE FIRST STREET

GAINESVILLE, FLORIDA (ZIP 32601-5305)

TELEPHONE (352) 375-8540

FAX (352) 375-8554

EMAIL taxguy@gator.net

February 2, 2001

FILED
01 FEB -5 AM 11:01
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Corporate Records Bureau
Division of Corporations
Department of State
Post Office Box 6327
Tallahassee, Florida 32314

RE: Heals On Wheels, Inc.

300003634079--3
-02/05/01--01149--009
*****70.00 *****70.00

Dear Sir or Madam:

Enclosed please find original Articles of Incorporation and a copy for the above-referenced corporation. Please file same in your usual manner. I have enclosed a check in the amount of \$70.00 for filing fees.

Sincerely yours,

Carey Sauer

Carey Sauer

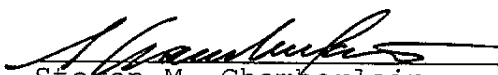
Enclosures

2-16-01

ARTICLES OF INCORPORATION OF
Heals On Wheels, Inc.

1. Name. The name of the corporation is: HEALS ON WHEELS, INC.
2. Purpose. The corporation may engage in any legal business.
3. Stock. The maximum number and class of shares of capital stock this corporation is authorized to have outstanding is 1,000 shares of common capital stock with no par value. The corporation shall have a lien on its shares of stock for any debt or liability incurred to it by a stockholder before being notified of the transfer or levy on such shares.
4. Existence. The corporation shall have perpetual existence. The corporation shall commence existence on the 14th day of March, 2001.
5. Registered Agent. The initial street address in the State of Florida of the initial registered office of the proposed corporation is 618 NE 1st Street, Gainesville, FL 32601 and the name of its initial registered agent at such address is Steven M. Chamberlain.
6. Location. The business location and mailing address is P.O. Box 1684, Newberry, Florida 32669.
7. Management. Business of the corporation shall be managed by the stockholders.
8. Incorporator. The name and address of the person signing these Articles of Incorporation as incorporator is as follows: Steven M. Chamberlain, 618 NE 1st Street, Gainesville, FL 32601.
9. Affiliated Transactions. The provisions of Fla. Stat. §607.0901 shall not apply to this corporation.

The undersigned, being the original incorporator and registered agent hereinbefore named, for the purpose of forming a corporation to do business both within and without the State of Florida, does make, subscribe, acknowledge and file these Articles, hereby declaring and certifying that the facts herein stated are true, that the undersigned is familiar with and accepts the duties and obligations as registered agent for said corporation and accordingly, has executed this document on this 2 day of February, 2001.


Steven M. Chamberlain
Incorporator and Registered Agent

FILED
01 FEB -5 AM 11:01
TALLAHASSEE, FLORIDA
SECRETARY OF STATE