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THE LAW OFFICES OF

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March 16, 2001

Department of State
Division of Corporations
P. O. Box 6327
Tallahassee, Florida 32314

FILED
01 MAR 19 PM 2:15
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Re: TLC Healthcare Corporation
TECHNOLOGY, INC.

500003878385--3
-03/19/01--01155--003
*****78.75 *****78.75

To Whom It May Concern:

Enclosed is an original and one (1) copy of the Articles of Incorporation for the above-referenced corporation and a check in the amount of seventy-eight dollars and 75/100 (\$78.75), which includes the filing fee and the Certificate of Status fee. Please return the certificate in the self-addressed stamped envelope.

If you have questions or need more information, please contact me at the telephone number above.

Very truly yours,

Maraquet E. Billiris
Maraquet E. Billiris, Esquire

Enclosures

PH 3/26/01

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March 23, 2001

Via Facsimile (850) 487-6804

Attention: Pam Hall
Department of State
Division of Corporations
P. O. Box 6327
Tallahassee, Florida 32314

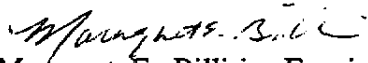
Re: TLC Healthcare Technology, Inc.

Dear Ms. Hall:

Per your request, attached is the first page of the Articles of Incorporation for the above-referenced corporation, containing the newly chosen name for the corporation. The previously chosen name, which you reported as not available, was TLC Healthcare Corporation.

If you have questions or need more information, please contact me at the telephone number above.

Very truly yours,


Maraquet E. Billiris, Esquire

Attachment

**ARTICLES OF INCORPORATION
OF
TLC HEALTHCARE TECHNOLOGY, INC.**

FILED

01 MAR 19 PM 2:16

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

In compliance with the requirements of F.S. Chapter 607, the undersigned, being a natural person, does hereby act as incorporator in adopting and filing the following Articles of Incorporation for the purpose of organizing a business corporation.

ARTICLE I

The name of the corporation ("Corporation") is TLC Healthcare Technology, Inc..

ARTICLE II

The principal place of business and mailing address of the Corporation is: PMB # 183, 12088 Anderson Road, Tampa, Florida 33625.

ARTICLE III

The Corporation is being incorporated for the purpose of conducting business that is legal for a Corporation to conduct in the State of Florida.

ARTICLE IV

The maximum number of shares this Corporation is authorized to issue is ten thousand (10,000), all of which shall be Common Shares with par value of one cent (\$0.01) per share. All Common Shares shall be identical with each other in every respect and the holders of the Common Shares shall be entitled to one vote for each share upon all matters on which shareholders have the right to vote.

ARTICLE V

The street address of the Corporation's initial Registered Agent is 6804 Silver Branch Court, Tampa, Florida 33625. The initial Registered Agent for the Corporation at that address is Cheryl Ciesla.

ARTICLE VI

The name and street address of the person signing these Articles of Incorporation is: Cheryl Ciesla, 6804 Silver Branch Court, Tampa, Florida 33625.

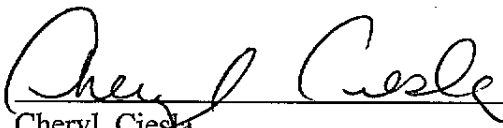
ARTICLE VII

The corporation shall indemnify its directors, officers, employees and agents to the fullest extent permitted by law.

ARTICLE VIII

The existence of the corporation shall begin immediately effective upon the acceptance of these Articles of Incorporation by the Florida Department of State.

IN WITNESS WHEREOF, the undersigned incorporator has executed these Articles of Incorporation this 13th day of March, 2001.


Cheryl Ciesla

Cheryl Ciesla
Print Name

ACCEPTANCE OF REGISTERED AGENT

Having been named to accept service of process for TLC Healthcare Technology, Inc., at the place designated in the Articles of Incorporation, the undersigned is familiar with and accepts the obligations of that position pursuant to F.S. 607.0501(3).


Cheryl Ciesla

Cheryl Ciesla
Print Name

01 MAR 19 PM 2:16
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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