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FLORIDA PROFIT CORPORATION OR P.A.

Florida Clinical Products, Inc.

Certificate of Status	0
Certified Copy	0
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**ARTICLES OF INCORPORATION
OF
FLORIDA CLINICAL PRODUCTS, INC.**

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

ARTICLE I

Name and Duration

The name of the Corporation shall be FLORIDA CLINICAL PRODUCTS, INC. The duration of the Corporation is perpetual. The effective date upon which this Corporation shall come into existence shall be the date these Articles are filed by the Secretary of State.

ARTICLE II

Principal Office

The address of the principal office of the Corporation in the State of Florida is Route 2, Box 1005, 10916 Memory Lane, in the City of Tavares, Florida 32778.

ARTICLE III

Registered Office and Agent

The address of the initial registered office in the State of Florida is Route 2, Box 1005, 10916 Memory Lane, in the City of Tavares, County of Lake 32778. The name of the initial registered agent at such address is Judson A. Cauthen.

ARTICLE IV

Corporate Purposes, Powers and Rights

1. The nature of the business to be conducted or promoted and the purposes of the Corporation are to engage in any lawful act or activity for which corporations may be organized under the Florida Business Corporation Act.

2. In furtherance of its corporate purposes, the Corporation shall have all of the general and specific powers and rights granted to and conferred on a corporation by the Florida Business Corporation Act.

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ARTICLE V**Capital Stock**

1. The total number of shares of capital stock which the Corporation has the authority to issue is Ten Thousand (10,000) shares of Common Stock ("Common Stock") \$.01 par value per share.

ARTICLE VI**Incorporator**

The name and street address of the incorporator to these Articles of Incorporation is:

Name**Address**

Judson A. Cauthen III

10916 Memory Lane
Tavares, Florida 32778**ARTICLE VII****Board of Directors**

1. The number of members of the Board of Directors may be increased or decreased from time to time as provided in the Bylaws; provided, however, there shall never be less than one. Each director shall serve until the next annual meeting of shareholders.

2. If any vacancy occurs in the Board of Directors during a term, the remaining directors, by affirmative vote of a majority thereof, may elect a director to fill the vacancy until the next annual meeting of shareholders.

3. The name and mailing address of the person who shall serve as director of the Corporation until the first annual meeting of the shareholders is as follows:

Name**Address**

Judson A. Cauthen III

10916 Memory Lane
Tavares, Florida 32778

Nancy R. Cauthen

10916 Memory Lane
Tavares, Florida 32778

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ARTICLE VIII**Amendment**

The Corporation reserves the right to amend, alter, change or repeal any provision contained in these Articles of Incorporation, in the manner now or hereafter prescribed by statute, and all rights conferred upon shareholders herein are granted subject to this reservation.

ARTICLE IX**Bylaws**

The power to adopt, amend or repeal bylaws for the management of this Corporation shall be vested in the Board of Directors or the shareholders, but the Board of Directors may not amend or repeal any bylaw adopted by the shareholders if the shareholders specifically provide that such bylaw is not subject to amendment or repeal by the Board of Directors.

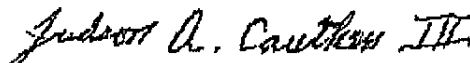
ARTICLE X**Indemnification**

The Corporation shall indemnify any incorporator, officer or director, or any former incorporator, officer or director, to the full extent permitted by law.

ARTICLE XI**Transfer of Shares**

If, from time to time, a shareholders' agreement among all of the shareholders of the Corporation is in effect regarding the Subchapter S status of the Corporation pursuant to the Internal Revenue Code of the United States in effect from time to time, then transfers of the Corporation's Common Stock made not in accordance with such agreement, whether by operation of law or otherwise, are null and void ab initio.

The undersigned incorporator has executed these Articles of Incorporation this 24th day of September, 2001.



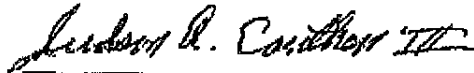
Judson A. Cauthen III, Incorporator

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**CERTIFICATE OF ACCEPTANCE OF DESIGNATION OF
REGISTERED AGENT OF
FLORIDA CLINICAL PRODUCTS, INC.**

Pursuant to Section 607.0501, Florida Business Corporation Act, Judson A. Cauthen III located at ~~Route 2, Box 1005~~ 10916 Memory Lane, Tavares, Florida 32778, having been named as registered agent to accept service of process upon FLORIDA CLINICAL PRODUCTS, INC., hereby accepts the appointment as registered agent, agrees to act in that capacity, and agrees to comply with the provisions of all statutes relating to the proper and complete performance of his duties as registered agent, acknowledging hereby that he is familiar with and accepts the obligations of his position as registered agent.

IN WITNESS WHEREOF, the undersigned has executed this Certificate in Tavares, Lake County, Florida on this 24th day of September, 2001.


Judson A. Cauthen III, Registered Agent

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