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IRA L. KAHN
ATTORNEY AT LAW
2514 Hollywood Boulevard, Suite 300
Hollywood, Florida 33020

Telephone (954) 925-8222
Facsimile (954) 925-4440

ATTORNEY
CERTIFIED PUBLIC ACCOUNTANT

May 30, 2002

Department of State
Division of Corporation
P.O. Box 6327
Tallahassee, FL 32314

500005662375--9
-05/31/02--01027--013
*****70.00 *****70.00

RE: EPPS OF MISSISSIPPI, INC.

Gentlemen:

Enclosed is an original of the Articles of Incorporation for the above referenced corporations, along with a check for \$70.00 payable to the Florida Department of State.

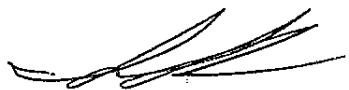
Please send a confirmation incorporation of the above referenced corporations to:

Ira L. Kahn, Esq.
2514 Hollywood Boulevard, Suite 300
Hollywood, Florida 33020

(954) 925-8222

Thank you for your cooperation with this matter.

Sincerely,



Ira L. Kahn, Esq.

Enclosure

FILED
2002 MAY 31 AM 11:07
SECRETARY OF STATE
TALLAHASSEE FLORIDA

✓
6/3/02

ARTICLES OF INCORPORATION

FILED

EPPI OF MISSISSIPPI, Inc.

2002 MAY 31 AM 11:07

The undersigned subscriber to these Articles of Incorporation, a natural person competent to contract, hereby subscribes and form a corporation for profit under the Laws of Florida.

SECRETARY OF STATE
TALLAHASSEE FLORIDA

ARTICLE I - NAME

The name of this corporation is:

EPPI OF MISSISSIPPI, Inc.

ARTICLE II - NATURE OF BUSINESS

This corporation may engage in any activity or business permitted under the laws of the United States and of this State.

ARTICLE III - CAPITAL STOCK

The maximum number of shares of stock that this corporation is authorized to have outstanding at any one time is One Million (1,000,000) shares of Common Stock.

ARTICLE IV - INITIAL CAPITAL

The amount of the capital with which this corporation shall begin business is One Thousand Dollars (\$1,000.00).

ARTICLE V - CORPORATE EXISTENCE

This corporation shall have perpetual existence.

ARTICLE VI - ADDRESS

The initial street address of the principal office of this corporation in the State of Florida is 4601 Sheridan Street, Suite 301, Hollywood, Florida 33021.

ARTICLE VII - MANAGEMENT

The business of the corporation shall be managed by the Stockholders of the corporation rather than by a Board of Directors.

ARTICLE VIII - SUBSCRIBER

The name and address of the initial subscriber to these Articles of Incorporation and the number of shares outstanding are:

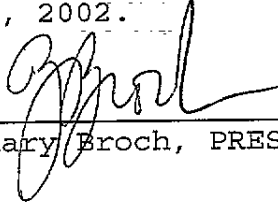
<u>Name and Address</u>	<u>Shares</u>
Emergency Physician Placement Services, Inc. 4601 Sheridan Street, Suite 301 Hollywood, Florida 33021	1000

OFFICERS

The name and address of the officers of this corporation are as follows:

<u>Name and Address</u>	<u>Office</u>
Zachary Broch 1524 Yellowheart Way Hollywood, Florida 33019	President, Treasure and Secretary
Mary R. Jones 105 Pitts Drive Gadsden, Alabama 35903	Vice President

IN WITNESS WHEREOF, We, the subscribers, have executed these Articles of Incorporation this 26 day of May, 2002.




Zachary Broch, PRESIDENT

STATE OF FLORIDA
COUNTY OF BROWARD

BEFORE ME, the undersigned authority, personally appeared Zachary Broch to me well known and known by me to be the individuals described in and whom executed the foregoing Articles of Incorporation, and he has acknowledged before me that they executed the same for the purposes therein expressed.

IN WITNESS WHEREOF, I have hereunto affixed my hand and official seal this 26 day of May, 2002.



NOTARY PUBLIC

PRINTED NAME OF NOTARY PUBLIC

My commission expires:



Ira L. Kahn
Commission # CG 859436
Expires Sep. 17, 2003
Bonded Thru
Atlantic Bonding Co., Inc.

CERTIFICATE DESIGNATING PLACE OF BUSINESS OR DOMICILE FOR THE
SERVICE OF PROCESS WITHIN FLORIDA, NAMING AGENT UPON WHOM PROCESS
MAY BE SERVED

IN COMPLIANCE WITH SECTION 48.091, FLORIDA STATUTES, THE FOLLOWING IS
SUBMITTED:

FIRST--THAT CORPORATE BUSINESS RELATIONS, INC., DESIRING TO ORGANIZE
OR QUALIFY UNDER THE LAWS OF THE STATE OF FLORIDA WITH ITS PRINCIPAL
PLACE OF BUSINESS AT CITY OF HOLLYWOOD, STATE OF FLORIDA, HAS NAMED
Zachary Broch LOCATED AT 4601 SHERIDAN STREET, SUITE 301, CITY OF
HOLLYWOOD, STATE OF FLORIDA, 33021, AS ITS RESIDENT AGENT TO ACCEPT
SERVICE OF PROCESS WITHIN FLORIDA.

SIGNATURE _____

(CORPORATE OFFICER)

TITLE _____

President

DATE _____

5/26/02

HAVING BEEN NAMED TO ACCEPT SERVICE OF PROCESS FOR THE ABOVE STATED
ORGANIZATION, AT THE PLACE DESIGNATED IN THIS CERTIFICATE, I HEREBY AGREE
TO ACT IN THIS CAPACITY, AND I FURTHER AGREE TO COMPLY WITH THE
PROVISIONS OF ALL STATUTES RELATIVE TO THE PROPER AND COMPLETE PERFORMANCE
OF MY DUTIES.

SIGNATURE _____

ZACHARY BROCH, REGISTERED AGENT

DATE _____

5/26/02

FILED
2002 MAY 31 AM 11:07
SECRETARY OF STATE
TALLAHASSEE FLORIDA