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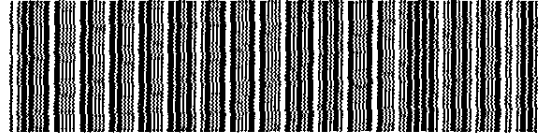
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SECRETARY OF STATE
DIVISION OF CORPORATIONS

T. SMITH NOV 04 2002



DANIELS & DANIELS

Attorneys at Law, P.A.
A PROFESSIONAL ASSOCIATION

4300 North University Drive, Suite B-200
Fort Lauderdale, FL 33351
(954) 572-7100 Telefax: (954) 572-0667

ATTORNEYS AT LAW

Gordon S. Daniels
*Member of Florida and
Kentucky Bar*

Lisa Leonardo Daniels
*Member of Florida, New York
and Washington, DC Bar*

October 29, 2001

FEDERAL EXPRESS MAIL

Division of Corporations
409 East Gaines Street
Tallahassee, Florida 32399

RE: Foreign Nurse Recruiters, Inc.

Dear Sir:

Please find enclosed the original and one copy of the Articles of Incorporation of Foreign Nurse Recruiters, Inc. together with our check in the amount of \$78.75 representing your filing fee. Please process the foregoing and return a true copy of the Articles to my office in the Federal Express envelope which has been provided for your convenience.

Thank you for your assistance in this regard.

Sincerely,

Theresa Gillette
Paralegal for Daniels & Daniels

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Enclosure

SECRETARY OF STATE
DIVISION OF CORPORATIONS
02 NOV - 1 AM 10:37

ARTICLES OF INCORPORATION
of
FOREIGN NURSE RECRUITERS, INC.

The undersigned incorporator, for the purpose of forming a corporation under the laws of the State of Florida, adopts the following articles of incorporation for such corporation:

ARTICLE I.

The name of the corporation is:

Foreign Nurse Recruiters, Inc.

ARTICLE II.

The duration of the corporation is perpetual.

ARTICLE III.

The purpose for which the corporation is organized is to transact any or all lawful business for which corporations may be incorporated under the Florida General Corporation Act.

ARTICLE IV.

The aggregate number of shares which the corporation shall have the authority to issue shall be one thousand shares of common stock at a par value of \$1.00 each.

ARTICLE V.

The address of the corporation's main office is:

4300 N. University Drive
Suite B-200
Fort Lauderdale, Florida 33351.

The name of the corporation's initial registered agent at such address is: DANIELS & DANIELS, Attorneys at Law, P.A., 4300 North University Drive, Suite B-200, Fort Lauderdale, FL 33351.

ARTICLE VI.

The number of directors constituting the initial board of directors is one, and the name and address of the person who is to serve as the initial director is:

Lisa Leonardo Daniels

ARTICLE VII.

The name and address of the incorporator is:

Lisa Leonardo Daniels
4300 N. University Drive
Suite B-200
Fort Lauderdale, FL 33351

ARTICLE VIII.

It is the intent of the incorporator that the corporation will qualify under Section 1244 of the Internal Revenue Code and that the corporation will file as a Subchapter S Corporation.

IN WITNESS WHEREOF, I have executed these Articles of Incorporation on the 30
day of October, 2002.

Lisa Leonardo Daniels
LISA LEONARDO DANIELS
Incorporator and President

STATE OF FLORIDA
COUNTY OF BROWARD

BEFORE ME, the undersigned authority, this day personally appeared LISA LEONARDO DANIELS, who, upon being my me first duly sworn, deposes and says that he has executed the above and foregoing Articles of Incorporation this day for the purposes expressed therein.

SWORN TO AND SUBSCRIBED before me this 30 day of October, 2002.



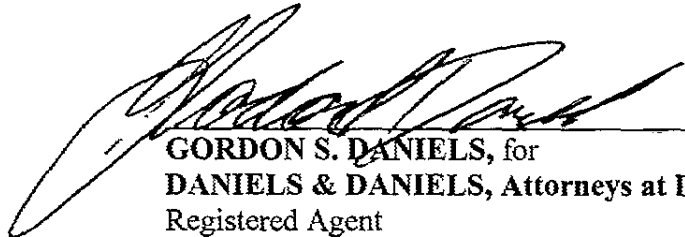
Notary Public
State of Florida at Large

My Commission Expires:



ACCEPTANCE OF REGISTERED AGENT
DESIGNATED IN ARTICLES OF INCORPORATION

GORDON S. DANIELS on behalf of DANIELS & DANIELS, Attorneys at Law, P.A., having been designated as the Registered Agent in the above and foregoing Articles, is familiar with and accepts the obligations of the position of Registered Agent under Section 607.0505, Florida Statutes.


GORDON S. DANIELS, for
DANIELS & DANIELS, Attorneys at Law, P.A.,
Registered Agent

FILED
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