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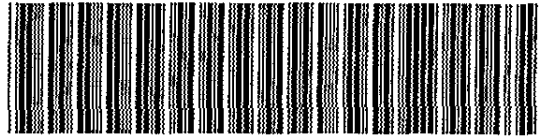
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JONATHAN W. NEWLON, P.A.
ATTORNEY AT LAW

37947 PASCO AVENUE
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352-521-3449 PHONE

POST OFFICE BOX 2039
DADE CITY, FLORIDA 33526
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February 20, 2003

Florida Department of State
Division of Corporations
409 East Gaines Street
Tallahassee, Florida 32301

Re: Vicki Burnham, ARNP, P.A.


Gentlemen:

Enclosed for filing are two copies of the Articles of Incorporation for the above-referenced corporation. Also enclosed is this firm's check in the amount of \$78.75 for your filing fee.

I would appreciate your filing these Articles as soon as possible. Please return a certified copy of the filed Articles, along with the Certificate of Incorporation, to my office at Post Office Box 2039, Dade City, Florida 33526-2039.

We appreciate your assistance in this matter.

Sincerely,



Jonathan W. Newlon

Enclosures

cc: Vicki Burnham

**ARTICLES OF INCORPORATION
OF
VICKI BURNHAM, ARNP, P.A.**

THE UNDERSIGNED, acting as the sole Incorporator of **VICKI BURNHAM, ARNP, P.A.**, under the Florida Professional Service Corporation and Limited Liability Company Act, Chapter 621, Florida Statutes, as hereafter amended and modified (the "Act"), hereby adopts the following Articles of Incorporation for such Corporation:

ARTICLE I

Name

The name of the Corporation is VICKI BURNHAM, ARNP, P.A.

ARTICLE II

Purposes and Duration

The general purpose for which this corporation is organized is the practice of advanced registered nursing; provided, however, that statement of such purpose shall not prohibit or otherwise preclude transaction of any and all lawful business for which corporations may be incorporated under the Act. This corporation shall have and may exercise any and all powers conferred from time to time by law upon corporations formed under the Act. This corporation shall have perpetual existence.

ARTICLE III

Rendition of Professional Services

The corporation shall render the professional services referenced in Article II only through its agents, officers, directors, employees, and representatives who are duly licensed or otherwise legally authorized in the State of Florida to operate as an Advanced Registered Nurse Practitioner or provide such nursing services. The terms "agents," "officers," "directors," "employees," and "representatives" shall not include clerks, secretaries, bookkeepers, technicians, and other assistants who are not usually and ordinarily considered by custom and practice to be rendering professional services to the public for which license or other legal authorization is required.

ARTICLE IV

Capital Stock

A. Authorized Capitalization. The total number of shares authorized to be issued by the Corporation shall be Ten Thousand (10,000) shares of common stock, par value of \$0.01 per share.

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B. Payment for Stock. All or any part of the consideration for the issuance of the capital stock of this corporation may be in cash, property, or labor or services at a fair valuation to be fixed by the Board of Directors at a meeting called for that purpose, which consideration, in any event, shall not be less than the par value of the shares issued therefor. All stock, when issued, shall be fully paid and nonassessable.

C. Voting. The voting power of this corporation shall be vested solely in the Common Stock. Holders of shares of Common Stock shall be entitled to one vote for each share of Common Stock held. There shall be no cumulative voting in the election of directors.

D. Dividends. Any and all dividends are to be shared among the holders of shares of outstanding Common Stock on a share for share basis.

ARTICLE V
Preemptive Rights

There shall be no preemptive rights with respect to new stock of this Corporation.

ARTICLE VI
Principal Office; Mailing Address

The address of the principal office and the mailing address of this Corporation is 11040 Fort King Road, Dade City, Florida 33525.

ARTICLE VII
Initial Registered Office and Agent

The address of the initial registered office of the Corporation is 14141 5th Street, Dade City, Florida 33525, and the initial registered agent at such address is Jonathan W. Newlon.

ARTICLE VIII
Initial Board of Directors

The number of Directors constituting the initial Board of Directors of the Corporation is One (1). The number of Directors may be increased or decreased from time to time in the manner provided for in the bylaws, but in no event shall the number of Directors be less than One (1). The name of the person who is to serve as the initial Director until the first annual meeting of the shareholders of the Corporation or until a successor Director or Directors are elected and shall qualify is VICKI BURNHAM.

ARTICLE IX
Incorporator

The name and address of the sole Incorporator of the Corporation is Vicki Burnham,
11040 Fort King Road, Dade City, Florida 33525.


IN WITNESS WHEREOF, the foregoing Articles of Incorporation have been signed by
the undersigned Incorporator as of the 20th day of February, 2003.


Vicki Burnham, Incorporator

ACCEPTANCE OF APPOINTMENT BY
INITIAL REGISTERED AGENT

THE UNDERSIGNED, having been named in Article VII of the foregoing Articles of Incorporation as the initial registered agent at the office designated therein, hereby accepts such appointment and agrees to act in such capacity. The undersigned hereby states that he is familiar with, and hereby accepts, the obligations set forth in Section 607.0505, Florida Statutes, incorporated by reference in the Act, and the undersigned will further comply with any other provisions of law made applicable to it as the registered agent of VICKI BURNHAM, ARNP, P.A.

DATED, this 20th day of February, 2003.



Jonathan W. Newlon
Registered Agent

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