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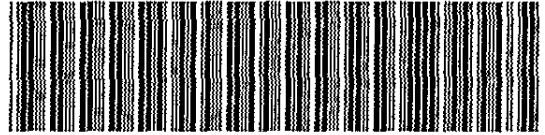
(Business Entity Name)

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Certified Copies _____ Certificates of Status _____

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CLERK OF COURTS

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Campbell Virgilio
CERTIFIED PUBLIC ACCOUNTANTS & BUSINESS CONSULTANTS

May 20, 2003

Department of State
Corporate Records Division
PO Box 6327
Tallahassee, Fl. 32314

Gentlemen:

Enclosed are an original and a copy of Articles of Incorporation for:

Medtech Transcription, Inc.
10402 Fairchild Road
Spring Hill, Fl. 34608

Also enclosed is a check for \$78.75, payable to the Division of Corporations, in payment of filing fees, a certified copy and designation of a registered agent. ...

Please send copy of accepted Articles of Incorporation to:

Raymond P. Virgilio, CPA, CVA
7215 Hiawatha Parkway
Spring Hill, Fl. 34606

Respectfully,


Raymond P. Virgilio

RPV/md
Enclosures

Jacquelyn R. Campbell, CPA : Raymond P. Virgilio, CPA, CVA

7211 Hiawatha Parkway : Spring Hill, Florida 34606 : 4805 West Laurel Street * Suite 230 + Tampa, Florida 33607

352.683.7365 * 800.450.0412 - Fax: 352.683.1241

E-mail: campbell@mycpagroup.com * virgilio@mycpagroup.com

ARTICLES OF INCORPORATION

OF

MEDTECH TRANSCRIPTION, INC.

We the undersigned, hereby make, subscribe, acknowledge and file this Certificate for the purpose of becoming a Corporation under of provisions of Chapter 607 of the Statutes of the State of Florida.

ARTICLE 1

The name of the Corporation shall be:

MEDTECH TRANSCRIPTION, INC.

ARTICLE 11

The general nature of the business to be transacted by this Corporation shall be as follows:

- a) To engage in any business or economic pursuit not published by the laws of The State of Florida.
- b) To hold, lease, rent or sell such business or businesses, and to do any and all things necessary and pertinent to said business.
- b) To do all and everything necessary and proper for the accomplishment of any of the purposes or the attaining of any of the objects or the furtherance of any of the powers enumerated in this Certificate of Incorporation necessary or incidental to the protection and benefit of the Corporation, and, in general , either alone or in association with others, to carry on any lawful business necessary or incidental to the accomplishment of the purposes or objects of the Corporation, whether or not such business is similar in nature to the purpose and objects set forth in this Certificate of Incorporation.

The foregoing paragraphs shall be construed as enumerating both objects and powers of the corporation; and it is hereby expressly provided that the foregoing enumeration of specific powers shall not be held to limit or retriect in any manner the powers of the Corporation.

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TALLAHASSEE, FLORIDA

ARTICLE III

The authorized capital stock of the Corporation shall consist of one hundred (100) shares at \$1.00 par value.

The whole or any part of the capital stock of this corporation shall be payable in lawful money of The United States of America, or property, labor or services at a just valuation to be fixed by the directors. Property or labor may also be purchased with the capital stock at such valuation as shall be fixed by the directors.

ARTICLE IV

The amount of capital with which this corporation shall begin business is not less than one hundred (\$100) dollars.

ARTICLE V

This Corporation is to have perpetual existence

ARTICLE VII

The principal office of the Corporation shall be at 10402 Fairchild Road, Spring Hill, Fl. 34608

ARTICLE VII

The number of directors shall be two, but the by-laws may provide for increase or decrease in number thereof as is authorized by law.

ARTICLE VIII

The names and Post Office addresses of the members of the First Board of Directors and the President are:

PRESIDENT: Larry Van Metre, 10402 Fairchild Road, Spring Hill, Fl. 34608


SECRETARY: Sharon Van Metre, 10402 Fairchild Road, Spring Hill, Fl. 34608

ARTICLE X

The following additional provisions for the regulation of the business and for the conduct of the affairs of the Corporation, and creating, dividing, limiting and regulating the powers of the Corporation, its stockholders and directors are hereby adopted as part of the certificate of Incorporation.

- a) No contract or other transaction of the Corporation in the absence of fraud, shall be affected or invalidated by the fact that any one or more of the Directors of the Corporation is or are parties to or interested in such contract, or transaction and each and every person who may become a director of the Corporation is hereby relieved from and liability that might otherwise exist from thus contracting with the Corporation for the benefit of himself or any firm, association or corporation in which he may be in any way interested.
- b) The Corporation will not be dissolved through filing or administratively without the unanimous approval of all the shareholders of the Corporation.

IN WITNESS WHEREOF; the undersigned have made and subscribed to this Certificate of Incorporation at Hernando County, State of Florida, for the uses and purposes aforesaid.


Larry Van Metre, President

**CERTIFICATE DISIGNATING PLACE OF BUSINESS OR DOMICILE
FOR SERVICE OR PROCESS WITHIN THIS STATE, NAMING AGENT
WHOM PROCESS MAY BE SERVED.**

First, that Medtech Transcription, Inc. organized under the laws of the State of Florida with its principal office, as indicated in the Articles of Incorporation, in the Town of Spring Hill, County of Hernando, State of Florida, has named Larry Van Metre situated at 10402 Fairchild Road, Town of Spring Hill, County of Hernando, State of Fl., as its agent to accept service of process within this State.

ACKNOWLEDGMENT:

Having been named to accept service of process for the above stated Corporation, at the place designated in this Certificate, I hereby accept to act in this capacity and agree to comply with the provision of said Act relative to keeping open said office.


Larry Van Metre

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