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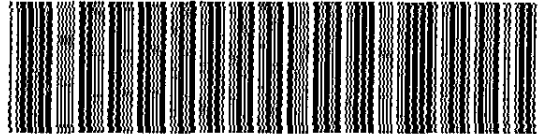
(Business Entity Name)

(Document Number)

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03 AUG -8 AM 3:52
STATE
TALLAHASSEE
FLORIDA

CB 8-8

James W. Bauman

Attorney At Law

August 5, 2003

Department of State
Division of Corporations
P. O. Box 6217
Tallahassee, FL 32314

Re: NAUTICA HEALTH SERVICES, INC.

Gentlemen:

Enclosed are the original and one copy of the Articles of Incorporation for the above proposed Florida Corporation. Also enclosed is my firm's check in the amount of \$78.75 representing payment of the following:

Filing Fee	\$35.00
Certified Copy Fee	8.75
Registered Agent Fee	35.00

Please file the enclosed Articles of Incorporation and return a certified copy to the undersigned.

Thank you for your assistance.

Very truly yours,



James W. Bauman, Esq.

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Enclosures

**ARTICLES OF INCORPORATION
OF
NAUTICA HEALTH SERVICES, INC.**

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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

The name of the corporation shall be: NAUTICA HEALTH SERVICES, INC.

ARTICLE II

The principal place of business and mailing address of this Corporation shall be:

15411 North Florida Avenue
Tampa, Florida 33613

ARTICLE III

The maximum number of shares of stock that this Corporation is authorized to issue and have outstanding at any one time is 2,000 shares of common stock having a par value of \$1.00.

ARTICLE IV

The general nature of the business to be transacted by this Corporation is to engage in any and all business permitted under the laws of the State of Florida. In addition, and more specifically, it is a marketing firm that markets services of food vendors, medical supply vendors and durable medical equipment vendors to health care facilities.

ARTICLE V

This Corporation shall have perpetual existence commencing upon the filing of these Articles.

ARTICLE VI

The Registered Agent and the street address of the initial Registered Office of this Corporation in the State of Florida shall be:

James W. Bauman
1008 Drew St.
Clearwater, FL 33755

The Board of Directors from time to time may move the Registered Office to any other address in the State of Florida.

ARTICLE VII

This Corporation shall have two directors initially. The number of directors may be increased or diminished from time to time by Bylaws adopted by the stockholders, but shall never be less than one.

ARTICLE VIII

The names of the initial directors of this Corporation and their street addresses are:

Jerry Lewis
1606 Fruitwood Drive
Clearwater, FL 33756

Rex Allen Paggeot
8626 Maidstone Court
Largo, FL 33777

ARTICLE IX

The name and street address of the persons signing these Articles of Incorporation as the Incorporators are:

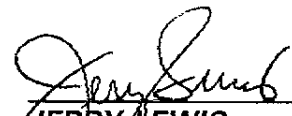
Jerry Lewis
1606 Fruitwood Drive
Clearwater, FL 33756

Rex Allen Paggeot
8626 Maidstone Court
Largo, FL 33777

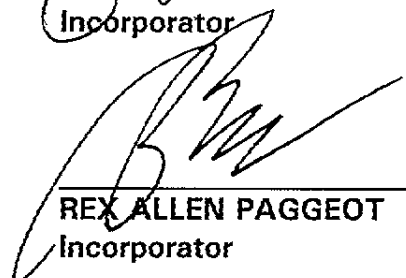
ARTICLE X

These Articles of Incorporation may be amended in the manner provided by law. Every amendment shall be approved by the Board of Directors, proposed by them to the stockholders and approved at a stockholders' meeting by at least a majority of the stock entitled to vote, unless all of the directors and all of the stockholders sign a written statement manifesting their intention that a certain amendment of these Articles of Incorporation be made.

The undersigned has executed these Articles of Incorporation this 10th day of July, 2003.



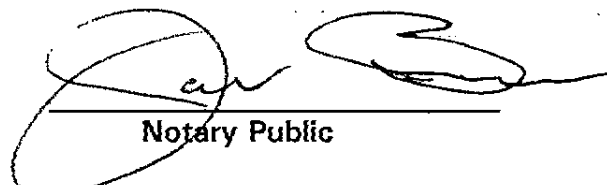
JERRY LEWIS
Incorporator



REX ALLEN PAGGEOT
Incorporator

STATE OF FLORIDA)
COUNTY OF PINELLAS)

BEFORE ME, a Notary Public, personally appeared JERRY LEWIS and REX ALLEN PAGGEOT, to me known to be the persons described as Incorporators and who executed the foregoing Articles of Incorporation, and acknowledged before me that they subscribed to these Articles of Incorporation on the 10th day of July, 2003.



Notary Public

My Commission expires:



James W Bauman
My Commission CC893240
Expires January 18, 2004

FILED

**CERTIFICATE OF DESIGNATION
OF REGISTERED AGENT/REGISTERED OFFICE**

03 AUG -8 AM 3: 52

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Pursuant to the provisions of Section 607.0501, Florida Statutes, the undersigned corporation, organized under the laws of the State of Florida, submits the following statement in designating the resident agent/registered office in the State of Florida.

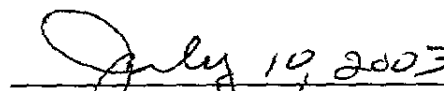
1. The name of the corporation is NAUTICA HEALTH SERVICES, INC.
2. The name and address of the resident/registered agent and office is:

JAMES W. BAUMAN
1008 Drew Street
Clearwater, FL 33755-4521

HAVING BEEN NAMED AS REGISTERED AGENT AND TO ACCEPT SERVICE OF PROCESS FOR THE ABOVE-STATED CORPORATION, AT THE PLACE DESIGNATED IN THIS CERTIFICATE, I HEREBY ACCEPT THE APPOINTMENT AS REGISTERED AGENT AND AGREE TO ACT IN THIS CAPACITY. I FURTHER AGREE TO COMPLY WITH THE PROVISIONS OF ALL STATUTES RELATING TO THE PROPER AND COMPLETE PERFORMANCE OF MY DUTIES, AND I AM FAMILIAR WITH AND ACCEPT THE OBLIGATIONS OF MY POSITION AS REGISTERED AGENT.



JAMES W. BAUMAN
Registered Agent



Date