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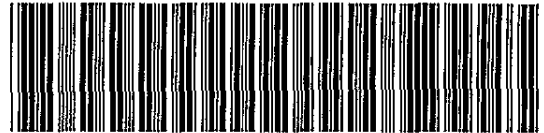
(Business Entity Name)

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

SUBJECT: RL Chapman Consulting, P.A.

Enclosed are an original and one (1) copy of the articles of incorporation and a check for \$78.75 for the Filing Fee (\$70.00) and Certified Copy (\$8.75).

FROM: Richard L. Chapman, C.P.A.
10165 Stonehenge Circle, # 1518
Boynton Beach, Florida 33437-3583
904-477-7909

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLES OF INCORPORATION

In compliance with Chapter 607 and/or Chapter 621, F.S. (Profit)
Of

RL CHAPMAN CONSULTING, P.A.

ARTICLE I NAME

The name of the corporation shall be RL CHAPMAN CONSULTING, P.A.

ARTICLE II PRINCIPAL OFFICE

The principal place of business/mailling address:

10165 Stonehenge Circle, #1518
Boynton Beach, Florida 33437-3583

ARTICLE III PURPOSE

The purpose for which the corporation is organized is to provide professional consulting services in the field of accounting and finance to individuals and other corporations.

ARTICLE IV AUTHORIZED SHARES

The number of shares the corporation is authorized to issue is: one thousand (1,000) shares of common stock having a par value of one dollar (\$1.00) per share.

ARTICLE V INITIAL OFFICERS/DIRECTORS

The name(s), address(es) and title(s):

Richard L. Chapman, C.P.A., Partner
10165 Stonehenge Circle, #1518
Boynton Beach, FL 33437-3583

ARTICLE VI REGISTERED AGENT

The name and Florida street address of the registered agent:

Richard L. Chapman, C.P.A.
10165 Stonehenge Circle, #1518
Boynton Beach, FL 33437-3583

ARTICLE VII INCORPORATOR

The name and address of the Incorporator to these Articles of Incorporation:

Richard L. Chapman, C.P.A.
10165 Stonehenge Circle, #1518
Boynton Beach, FL 33437-3583

.....
Having been named as registered agent to accept service of process for the above stated professional association at the place designated in this certificate, I am familiar with and accept the appointment as registered agent and agree to act in this capacity.

 8/5/03
Signature/Registered Agent Date

 8/5/03
Signature/Incorporator Date

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03 AUG -8 PM 4:33
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLES OF AMENDMENT TO THE
ARTICLES OF INCORPORATION
OF
NORTHEAST FLORIDA CHAPTER OF THE INTERNATIONAL
TRANSPLANT NURSES SOCIETY, INC.,
a Florida Nonprofit corporation

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The undersigned, as the officers the corporation authorized to execute this document, hereby certifies as follows:

At a special joint meeting of the Board Of Directors of this corporation, called and held according to the applicable provisions of the laws of **FLORIDA** and this corporation's bylaws, on June 30, 2003, at which meeting all of the members of the Board Of Directors and all of the members of record, being a majority of members of this corporation, were present, and the following resolution was unanimously adopted:

It is hereby resolved, by the Board Of Directors of Northeast Florida Chapter of the International Transplant Nurses Society, Inc., a Florida nonprofit corporation, that the said Board Of Directors deem it advisable, and hereby declare it to be advisable that the Articles Of Incorporation of Northeast Florida Chapter of the International Transplant Nurses Society, Inc., a Florida nonprofit corporation, be amended as follows:

Add to Article III. Purpose:

This corporation is organized exclusively for charitable, religious, educational, and/or scientific purposes, including, for such purposes, the making of distributions to organizations that qualify as exempt organizations under section 501(c)(3) of the Internal Revenue Code, or corresponding section of any future federal tax code.

Add to Article IV. Powers:

No part of the net earnings of the organization shall inure to the benefit of, or be distributable to, its members, trustees, officers or other private persons, except that the organization shall be authorized and empowered to pay reasonable compensation for services rendered and to make payments and distributions in furtherance of the purposes set forth in the purpose clause hereof. No substantial part of the activities of the organization shall be the carrying on of propaganda,

or otherwise attempting to influence legislation, and the organization shall not participate in, or intervene in (including the publishing or distribution of statements) any political campaign on behalf of any candidate for public office. Notwithstanding any other provision of this document, the organization shall not carry on any other activities not permitted to be carried on (a) by an organization exempt from federal income tax under section 501(c)(3) of the Internal Revenue Code, or corresponding section of any future federal tax code, or (b) by an organization, contributions to which are deductible under section 170(c)(2) of the Internal Revenue Code, or corresponding section of any future federal tax code.

Add as Article XIV. Dissolution:

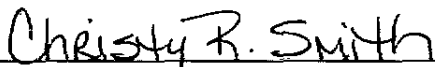
Upon the dissolution of the organization, assets shall be distributed for one or more exempt purposes within the meaning of section 501 (c)(3) of the Internal Revenue Code, or corresponding section of any future federal tax code, or shall be distributed to the federal government, or to a state or local government, for a public purpose. Any such assets not disposed of shall be disposed of by a court of competent jurisdiction in which the principal office of the organization is then located, exclusively for such purposes or to such organization or organizations, as said court shall determine, which are organized and operated exclusively for such purposes.

In witness whereof, these Articles Of Amendment are being executed and filed, by the president and the secretary of Northeast Florida Chapter of the International Transplant Nurses Society, Inc., a Florida Nonprofit Corporation, on behalf of Northeast Florida Chapter of the International Transplant Nurses Society, Inc., a Florida Nonprofit corporation.

By:

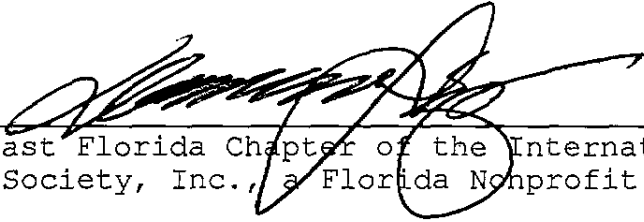


President - Northeast Florida Chapter of the International Transplant Nurses Society, Inc., a Florida Nonprofit corporation



(President - Printed Or Typed Name)

By:


Secretary - Northeast Florida Chapter of the International
Transplant Nurses Society, Inc., a Florida Nonprofit corporation

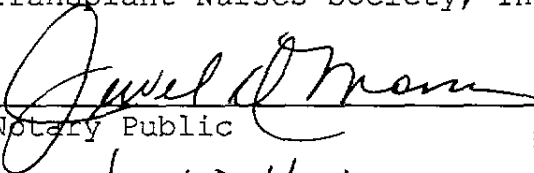
Thane M Lepley

(Secretary - Printed Or Typed Name)

State Of **FLORIDA**

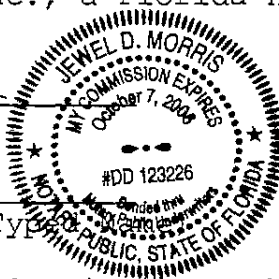
County Of **DUVAL**

On August 5, 2003, the above named president and
secretary of Northeast Florida Chapter of the International
Transplant Nurses Society, Inc., a Florida nonprofit corporation,
who are personally known to me, or produced a **FLORIDA** driver's
license as identification, personally appeared before me at the
time of notarization, and, after being given the oath, acknowledged
signing these Articles Of Amendment To The Articles Of
Incorporation Of Northeast Florida Chapter of the International
Transplant Nurses Society, Inc., a Florida nonprofit corporation.


Notary Public

Jewel D. Morris

(Notary Public - Printed Or Typed Name)



Commission Expiration Date & Commission Number:

(SEAL)

COAAAI2

Articles Of Amendment To The
Articles Of Incorporation Of
Northeast Florida Chapter of the
International Transplant Nurses Society, Inc.