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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

03 OCT 20 PM 2:44

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02/10/03

Law Offices of

ROBERT R. McDANIEL

103 North DeVilliers Street
Pensacola, Florida 32501
(850) 432-5111

October 10, 2003

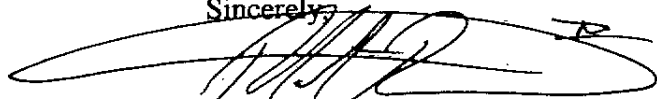
Divisions of Corporations
PO Box 6327
Tallahassee, FL 32314

Dear Sir/Madam:

Enclosed please find Articles of Incorporation for Med-Source Staffing of Northwest Florida, Inc. as well as a check for the filing fee. Please send the certified copy of the Articles to the address listed above.

Thank you for your attention to this matter.

Sincerely,



Robert R. McDaniel, II

Enclosures

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03 OCT 20 PM 2:45

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLES OF INCORPORATION

OF

MED-SOURCE STAFFING OF NORTHWEST FLORIDA, INC.

THE UNDERSIGNED incorporator, TRAVIS HOLZBORN, an individual authorized to contract, hereby presents these Articles of Incorporation for the purpose of forming a corporation for profit under the provisions of Section 607, Florida Statutes.

ARTICLE I

NAME AND PRINCIPAL OFFICE OF CORPORATION

The name of the corporation is MED-SOURCE STAFFING OF NORTHWEST FLORIDA, INC. and its principal office and mailing address is located at 8051 N. Davis Highway, Pensacola, Florida 32514.

ARTICLE II

PURPOSES

This corporation is organized for the purpose of transacting any and all lawful business under the laws of the State of Florida and the laws of the United States.

ARTICLE III

CAPITAL STOCK

A. The maximum number of shares of stock the corporation is authorized to have outstanding at any time shall be One Thousand (1,000) shares of common stock having a par value of One Dollar (\$1.00) per share.

ARTICLE IV

DURATION

This corporation shall exist perpetually, commencing upon the date of subscription of these Articles of Incorporation.

ARTICLE V

REGISTERED AGENT

The address of this corporation's initial registered agent is 8051 N. Davis Highway, Pensacola, Florida 32514 and the name of its initial registered agent at said address is Travis Holzborn.

ARTICLE VI

INCORPORATOR

The names and addresses of the incorporator is Travis Holzborn.

ARTICLE VII

BOARD OF DIRECTORS

The corporation shall have a Board of Directors consisting of one (1) persons. The number of Directors may be increased from time to time by resolution of the majority of the Stockholders, but shall never be less than one (1). The names and addresses of the initial Directors of this corporation are as follows:

Travis Holzborn
8051 N. Davis Highway
Pensacola, Florida 32514

ARTICLE VIII

INDEMNIFICATION

The corporation shall indemnify any officer or director or former officer or director to the full extent permitted by law.

ARTICLE IX

BYLAW AMENDMENT

The power to adopt, alter, amend or repeal the bylaws of this corporation shall be vested in the Board of Directors, provided that such amendment is in compliance with the laws of Florida governing corporations.

ARTICLE X

ARTICLES OF INCORPORATION AMENDMENT

This corporation reserves the right to amend or repeal any provisions contained in these Articles of Incorporation or any amendment hereto, and any right conferred upon the shareholders is subject to this reservation.

ARTICLE XII

RESTRICTIONS ON TRANSFER OF STOCK

Unless waived by written agreement between this corporation and its shareholders, shares held by persons receiving shares in the initial issue of stock in this corporation may not be resold to other persons unless such shares are first offered to this corporation, and, if not so purchased, then to the other shareholders, if any, at the price and terms identical to the proposed sale to a third person. The restrictions contained in this Article XII may be modified by a separate written agreement between the

corporation and the shareholder receiving shares in the initial issuance of stock of the corporation.

IN WITNESS WHEREOF, the undersigned Incorporator has executed these Articles of Incorporation in the State of Florida, this 13 day of OCTOBER, 2003.



TRAVIS HOLZBORN, Incorporator

STATE OF FLORIDA
COUNTY OF ESCAMBIA

Before me, the undersigned authority in and for the said State and County, personally appeared TRAVIS HOLZBORN, who is () personally known or who has (X) produced Driver's License as identification and known to be the person described herein and who freely and voluntarily subscribed and acknowledged before me according to law that he made and subscribed the forgoing Articles of Incorporation for the uses and purposes therein mentioned and set forth.

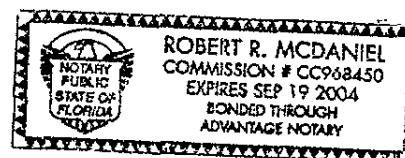
In witness whereof, I have hereunto set my hand and official seal in the State and County aforesaid this 13th day of Oct., 2003.



NOTARY PUBLIC, State of Florida

ACCEPTANCE OF APPOINTMENT

AS REGISTERED AGENT



I, TRAVIS HOLTZBORN, am familiar with and hereby accept the appointment as Registered Agent for MED-SOURCE STAFFING OF NORTHWEST FLORIDA, INC. as set forth in the Articles of Incorporation filed simultaneously herewith.



TRAVIS HOLZBORN

Date: OCTOBER 13, 2003.

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03 OCT 20 PM 2:45
STATE
TALLAHASSEE FLORIDA