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To:

Division of Corporations
Fax Number : (850) 205-0381

From:

Account Name : BLUMBERG/EXCELSIOR CORPORATE SERVICES, INC.
Account Number : 075350000353
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FLORIDA PROFIT CORPORATION OR P.A.

JP HEALTH SERVICES INC.

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04 JAN -6 AM 11:15**ARTICLES OF INCORPORATION****OF****JP HEALTH SERVICES INC.**

THE UNDERSIGNED sole incorporator, being a natural person competent to contract and desiring to form a corporation under Title XXXV, Chapter 607, of the Revised Florida Statutes, herewith submits the following information:

1. The name of the corporation is: **JP HEALTH SERVICES INC.**
2. The duration of the corporation shall be perpetual.
3. The general purpose or purposes for which this corporation is being formed are to include the transaction of any or all lawful business for which corporations may be incorporated under this chapter.
4. The aggregate number of shares which the corporation shall have authority to issue is **1,000 shares without par value.**
5. The name and address of the director is: **Jorge Gonzalez, P.O. Box 151062, Tampa, FL 33684 and Peter Tsokos, P.O. Box 151062, Tampa, FL 33684**
6. The principal address of the corporation will be: **P.O. Box 151062, Tampa, FL 33684**
7. The name and address of the initial registered agent is: **Jorge Gonzalez, 1902 West Cass Street, Tampa, FL 33624**
8. The name and address of the sole incorporator is: **Jacqueline Ward, BlumbergExcelsior Corporate Services, Inc., 62 White Street, 2nd Floor, New York, NY 10013**

IN WITNESS WHEREOF, the undersigned, as sole incorporator of this corporation has executed these Articles of Incorporation.

Dated: January 6, 2004


Jacqueline Ward
Sole Incorporator

BlumbergExcelsior Corporate Services, Inc.
62 White Street, New York, NY 10013

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ACCEPTANCE OF APPOINTMENT

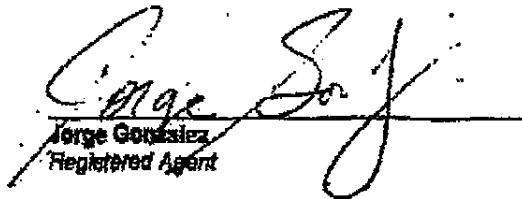
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AS

REGISTERED AGENT

I, the undersigned, do hereby accept appointment as Registered Agent for JP HEALTH SERVICES INC.

Date: January 6, 2004


Jorge Gonzalez
Registered Agent

BlumbergExcelsior Corporate Services, Inc.
62 White Street
New York, NY 10013