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FLORIDA PROFIT CORPORATION OR P.A.

ADVANCE WOUND CARE, INC.

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ARTICLES OF INCORPORATION
OF
"ADVANCE WOUND CARE, INC."

These Articles of Incorporation (the "Articles"), effective as of this 13 day of January, 2004, by the undersigned incorporator (the "Incorporator"), who submits these Articles for the purpose of forming a corporation (the "Corporation"), which shall engage in the lawful conduct of business both within and without the State of Florida, and who hereby declares and certifies that the statements contained herein are true and correct.

Name. The name of the Corporation shall be "ADVANCE WOUND CARE, INC."

Initial Street Address. The initial street address of the principal office of the Corporation shall be 3988 Richmond Park Drive East, Jacksonville, FL 32224.

Initial Mailing Address. The initial mailing address of the Corporation shall be the same as the initial street address.

Authorized Shares. The Corporation shall have a maximum Ten Thousand (10,000) authorized shares, with each share having a par value of One Cent (\$.01).

Preemptive Rights. The Corporation may have preemptive rights as provided in a shareholders' agreement entered into by and among the shareholders and the Corporation.

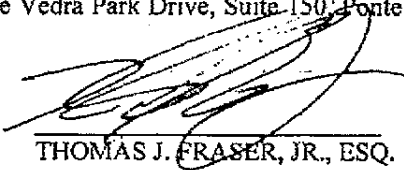
Initial Registered Agent. The initial registered agent of the Corporation shall be Thomas J. Fraser, Jr.

Initial Registered Office. The street address of the initial registered office shall be 240 Ponte Vedra Park Drive, Suite 150, Ponte Vedra Beach, FL 32082.

Initial Board of Directors. The members of the initial board of directors of the Corporation, who shall hold office until their successors are legally elected or appointed, shall be:

Robert Olinger
3988 Richmond Park Drive East
Jacksonville, FL 32224

Incorporator. The Incorporator of the Corporation is Thomas J. Fraser, Jr., Esq. The Incorporator's street and mailing address is 240 Ponte Vedra Park Drive, Suite 150, Ponte Vedra Beach, Florida 32082.


THOMAS J. FRASER, JR., ESQ.
Incorporator

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CERTIFICATE OF DESIGNATION REGISTERED AGENT/REGISTERED OFFICE

This Certificate of Designation Registered Agent/Registered Office is executed this 13th day of January, 2004, pursuant to section 607.0501, Florida Statutes, the below-named Corporation, organized under the laws of the State of Florida, submits the following statement in designating the registered office/registered agent, in the State of Florida.

The name of the corporation is:

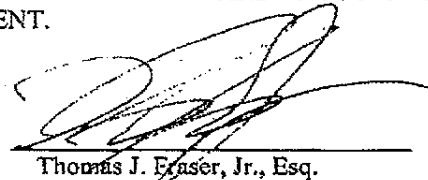
ADVANCE WOUND CARE, INC.

The name and address of the registered agent and office are:

Thomas J. Fraser, Jr., Esq.
240 Ponte Vedra Park Drive
Suite 150
Ponte Vedra Beach, Florida 32082

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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.



Thomas J. Fraser, Jr., Esq.

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