

P04000061761

PRO-CARE MEDICAL INC.
5001 49th STREET NORTH
ST. PETERSBURG FL 33709
(Address)

(Address)

(City/State/Zip/Phone #)

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(Business Entity Name)

(Document Number)

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**ARTICLES OF INCORPORATION
OF
PRO-CARE MEDICAL OF TAMPA BAY, INC.**

Article I- Name

The name of this corporation is Pro-Care Medical of Tampa Bay, Inc.

Article II-Duration

This corporation shall have a perpetual existence commencing on the date of the filing of these articles with the Department of State.

Article III-Purpose

This corporation is organized for the purpose of transacting any and all lawful business for which corporations may be incorporated under Chapter 607, Florida Statutes, and the Florida General Corporation Act.

Article IV- Capital Stock

This corporation is authorized to issue 20,000 shares of One Dollar (\$1.00) par value common stock, which shall be designated as "Common Stock".

Article V-Initial Registered Office and Agent

The street address of the initial registered agent and principal office of this corporation is 5001 49th Street North, St. Petersburg, Florida 33709, and the name of the registered agent of this corporation at that address is Andrew R. Webber.

Article VI- Initial Board of Directors and Officers

The names and addresses of the initial members of the Board of Directors and Officers are as follows:

Andrew R. Webber President	5001 49 th Street North St. Petersburg, Florida 33709
Andrew R. Webber Vice-President/Treasurer	5001 49 th Street North St. Petersburg, Florida 33709
Eleanor J. Webber Secretary	5001 49 th Street North St. Petersburg, Florida 33709

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SECRETARY OF STATE

The number of directors of this corporation may be increased or decreased from time to time by the By-laws but shall never be less than one.

Article VI- Incorporator

The name and address of the person signing these articles is:

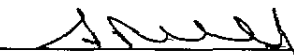
Andrew R. Webber
5001 49th Street North
St. Petersburg, Florida 33709

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TALLAHASSEE, FLORIDA

Article VII- Amendment

This corporation reserves the right to amend, adopt, alter or repeal any By-laws and the power to do so shall be vested in the Board of Directors and/or stockholders.

IN WITNESS WHEREOF, the undersigned incorporator has executed these Articles of Incorporation on this 5th day of April, 2004 and accepts the duties and responsibilities as the registered agent for this corporation.

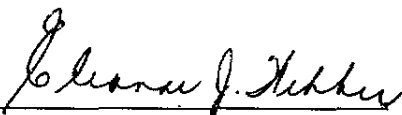


Andrew R. Webber, Incorporator/Registered Agent

State of Florida, Pinellas County

Before me, a notary public authorized to take acknowledgments in the State and County set forth above, personally appeared Andrew R. Webber, known to be and known by me to be the person who executed the foregoing Articles of Incorporation, and he acknowledged before me that he executed those Articles of Incorporation.

IN WITNESS WHEREOF, I have set my hand and seal in the State and County above, this 5th day of April, 2004.



Notary Public