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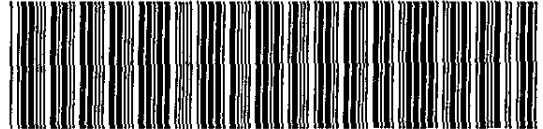
(Business Entity Name)

(Document Number)

Certified Copies \_\_\_\_\_ Certificates of Status \_\_\_\_\_

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2004 JUN - 7 PM 3:26  
TALLAHASSEE FLORIDA

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TRANSMITTAL LETTER

SECRETARY OF STATE  
TALLAHASSEE FLORIDA

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

SUBJECT:    PRN USA, INC.

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

FROM:                      Herbert D. Hooks II  
  
                                1725 Karen Boulevard  
                                Sebring, FL 33870

ARTICLES OF INCORPORATION

PRN USA, INC.

ARTICLE I - NAME

The name of this corporation is PRN USA, INC.

ARTICLE II - PRINCIPAL OFFICE

The principal office and mailing address of this corporation is 1725 Karen Boulevard, Sebring, FL 33870.

ARTICLE III - DURATION

This corporation shall exist perpetually commencing as of the date these articles are filed with the Secretary of State's office.

ARTICLE IV - PURPOSE

To provide Medical Professional Staffing and any other lawful business activity.

ARTICLE V - CAPITAL STOCK

This corporation is authorized to issue One Thousand (1000) shares of One (\$1.00) Dollar par value common stock.

ARTICLE VI - INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial registered office of this corporation is 1725 Karen Boulevard, Sebring, FL 33870 and the name of the initial registered agent of this corporation at that address is Herbert D. Hooks II.

ARTICLE VII - BOARD OF DIRECTORS

This corporation shall have one (1) director initially. The number of directors may be increased from time to time by the bylaws but shall never be less than one (1). The name and address of the initial director of this corporation is Herbert D. Hooks II, 1725 Karen Boulevard, Sebring, FL 33870.

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SECRETARY OF STATE  
TALLAHASSEE FLORIDA

ARTICLE VIII - INCORPORATOR

The name and address of the person signing these Articles is:  
Herbert D. Hooks II, 1725 Karen Boulevard, Sebring, FL 33870.

ARTICLE IX - OFFICERS

The following named person(s) shall be officers of this corporation from its inception and until their successors are duly elected and qualify:

Herbert D. Hooks II: President

Marylou Kay Hooks: Vice President

Timothy R. Mechling: Secretary and Treasurer

ARTICLE X - AMENDMENT

This corporation reserves the right to amend or appeal 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 XI - FISCAL YEAR

This corporation's Fiscal year shall be the calendar year.

IN WITNESS WHEREOF, the undersigned subscriber has executed these Articles of Incorporation this 28 day of May, 2004.

Herbert D. Hooks II

Herbert D. Hooks II

STATE OF FLORIDA

ss

COUNTY OF PALM BEACH:

Before me, a notary public authorized to take acknowledgements in the state and county set forth above, personally appeared Herbert D. Hooks II, known to me and known by me to be the person who executed the foregoing Articles of Incorporation, and he acknowledged before me that he executed these Articles of Incorporation.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed my official seal, in the state and county aforesaid, this 28<sup>th</sup> day of May, 2004.

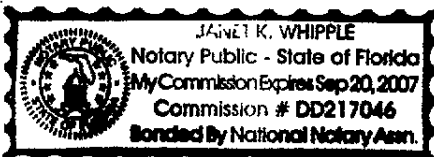
Janet K. Whipple

Notary Public, State of Florida

My Commission Expires:

September 20, 2007

[NOTARY SEAL]



CERTIFICATE DESIGNATING PLACE OF BUSINESS OR DOMICILE  
FOR THE SERVICE OF PROCESS WITHIN THIS STATE NAMING  
AGENT UPON WHOM PROCESS MAY BE SERVED

In pursuance of Section 607.0501, Florida Statutes, the following is submitted in compliance therewith:

That PRN USA, Inc. designates the name and address of its registered agent to accept service of process within this State as follows:

Herbert D. Hooks II  
1725 Karen Boulevard  
Sebring, Florida 33870

ACKNOWLEDGEMENT:

Having been named to accept service of process for the above-stated corporation, at the above-stated address in this State, 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 proper and complete performance of my duties, and I am familiar with and accept the obligations of my position as registered agent.

By: Herbert D. Hooks II

Herbert D. Hooks II

STATE OF FLORIDA  
COUNTY OF PALM BEACH

The foregoing certificate was sworn to and acknowledged before me this 28<sup>th</sup> day of May, 2004.

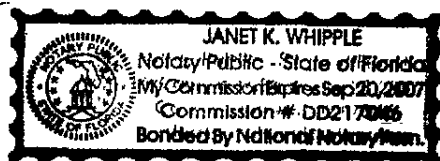
Janet K. Whipple

Notary Public, State of Florida

(NOTARIAL SEAL)

My Commission expires:

September 20, 2007



CLERK OF STATE  
TALLAHASSEE FLORIDA

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