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(City/State/Zip/Phone #)

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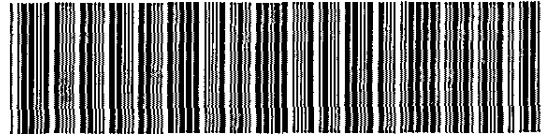
(Business Entity Name)

(Document Number)

Certified Copies _____ Certificates of Status _____

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04 DEC 10 PM 4:14
SECRETARY OF STATE
TALLAHASSEE FLORIDA

12/13/04

TRANSMITTAL LETTER

Department of State
Division of Corporations
Corporate Filings
P.O. Box 6327
Tallahassee, FL 32314

SUBJECT: Vital Management Services, Inc.

FROM:

Sam W. Boone, Jr.,
Sam W. Boone, Jr., P.A.
605 NE 1st Street, Suite "E"
Gainesville, Florida 32601

For further information concerning this matter, please call Sam W. Boone, Jr., at (352) 374-8308.

Enclosed are an original and two (2) copies of the Articles of Incorporation and a check for

\$87.50 for Filing Fee, Certificate of Status & Certified Copy.

**ARTICLES OF INCORPORATION
OF
VITAL MANAGEMENT SERVICES, INC.**

In compliance with the requirements of F.S. Chapter 607, the undersigned hereby acts as an incorporator in adopting and filing the following articles of incorporation for the purpose of organizing a business corporation.

ARTICLE I

The name of the Corporation is: Vital Management Services, Inc.

ARTICLE II

The existence of the Corporation shall begin on: January 1, 2005.

ARTICLE III

The street address of the principal office of the Corporation is: 2815 NW 13th Street, Suite 423, Gainesville, FL 32607.

The mailing address of the Corporation is: P.O. Box 204, Gainesville, FL 32602.

ARTICLE IV

The maximum number of shares this Corporation is authorized to issue is 1000, par value \$1.00 per share, all of which shall be Common Shares.

ARTICLE V

The initial street address of the Corporation's registered office is: 2815 NW 13th Street, Suite 423, Gainesville, Florida, FL 32607. The initial registered agent for the Corporation at that address is: Ropen Nalbandian.

ARTICLE VI

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

Name

Address

Ropen Nalbandian

P.O. Box 204
Gainesville, FL 32602

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ARTICLE VII

The Corporation shall indemnify its directors, officers, employees, and agents to the fullest extent permitted by law.

IN WITNESS WHEREOF, the undersigned incorporator has executed these articles of incorporation.

Ropen Nalbandian
Ropen Nalbandian
Incorporator

Dec. 8th 2004
Date

ACCEPTANCE OF REGISTERED AGENT

Having been named to accept service of process for Vital Management Services, Inc. at the place designated in the articles of incorporation, the undersigned is familiar with and accepts the obligations of that position pursuant to F.S. 607.0501.

Ropen Nalbandian
Ropen Nalbandian
Registered Agent

Dec. 8th 2004
Date

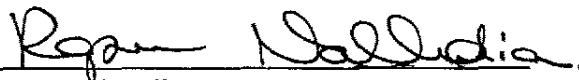
**CERTIFICATE OF DESIGNATION OF
REGISTERED AGENT/REGISTERED OFFICE**

UNDER THE PROVISIONS OF F.S. 607.0501, THE UNDERSIGNED 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.

1. The name of the corporation is: Vital Management Services, Inc.
2. The name and address of the registered agent and office is:

Ropen Nalbandian
2815 NW 13th Street, Suite 423
Gainesville, Florida FL 32607

Having been named as registered agent and to accept service of process for the above-named corporation at the place designated in this certificate, I 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.


Ropen Nalbandian