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Account Number : I20040000039

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FLORIDA PROFIT CORPORATION OR P.A.

Medical Center Response, Inc.

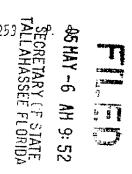
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ARTICLES OF INCORPORATION OF MEDICAL CENTER RESPONSE, INC. a Florida corporation

In compliance with Chapter 607, Florida Statutes, the undersigned Incorporator hereby adopts the following Articles of Incorporation.

ARTICLE I - NAME

The name of this corporation shall be MEDICAL CENTER RESPONSE, INC. (the "Corporation").

ARTICLE II - PRINCIPAL OFFICE

The principal place of business and mailing address of the Corporation shall be 1411 North Flagler Drive, Suite 9300, West Palm Beach, Florida 33401.

ARTICLE III - PURPOSE

This Corporation is being incorporated for the purpose of providing medical services and any other lawful purpose.

ARTICLE IV - SHARES

The number of shares of stock that the Corporation is authorized to have outstanding at any one time is 10,000 shares of common stock, zero par value per share.

ARTICLE V - INITIAL OFFICERS AND DIRECTORS

OFFICERS

NAME

ADDRESS

TITLE

BRUCE W. MOSKOWITZ, M.D.

1411 North Flagler Drive, Ste. 9300 West Palm Beach, FL 33401

President, Secretary and Treasurer

DIRECTORS

<u>NAME</u>

ADDRESS

BRUCE W. MOSKOWITZ, M.D.

1411 North Flagler Drive, Ste. 9300 West Palm Beach, FL 33401

MITCHELL D. SCHEPPS, ESQ.
Sonnenschein Nath & Rosenthal LLP
777 South Flagler Drive, Ste. 600B
West Palm Beach, FL 33401
Telephone No.: 561-833-2410
Fax No.: 561-833-8387

Fax No.: 561-833-8387 Florida Bar No.: 0979139

ARTICLE VI - REGISTERED AGENT/ADDRESS

The name and Florida street address of the Registered Agent of the Corporation are 1411 North Flagler Drive, Suite 9300, West Palm Beach, Florida 33401.

ARTICLE VII - INCORPORATOR

The name and address of the Incorporator of these Articles of Incorporation are MITCHELL D. SCHEPPS, 777 South Flagler Drive, Suite 600E, West Palm Beach, Florida 33401.

The undersigned Incorporator executed these Articles of Incorporation on May 4, 2005.

MITCHELL D. SCHEPPS/Incorporator

Florida Bar No.: 0979139

CERTIFICATE OF DESIGNATION REGISTERED AGENT/OFFICE

CORPORATION:

MEDICAL CENTER RESPONSE, INC.

REGISTERED AGENT/OFFICE:

BRUCE W. MOSKOWITZ, M.D. 1411 North Flagler Drive, Ste. 9300 West Palm Beach, FL 33401

Having been named as Registered Agent to accept service of process for the abovenamed Corporation at the place designated in this Certificate, I am familiar with and accept the appointment as Registered Agent and agree to act in this capacity.

DATED: May 4, 2005.

BRUCE W. MOSKOWITZ, M.D., Registered Agent

Mitchell D. Schepps, Esc

Attorney-in-Fact

RBURDO\20071570\0001\17475815\V-I

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SECRETARY OF STATE

MITCHELL D. SCHEPPS, ESQ.
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