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Division of Corporations Page 1 of 1
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Division of Corporations
Fax Number : (850) 205-0381

From:
Account Name : REDGRAVE & ROSENTHAL, LLP
Account Number : I20020000007
Phone : (561) 347-1700
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FLORIDA PROFTT CORPORATION OR P.A.

TN Management Inc.

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ARTICLES OF INCORPORATION

OF

TN MANAGEMENT INC.

a Florida Corporation

The undersigned, acting as Incorporator of a Florida corporation (the "Corporation") under the Florida Business Corporation Act, Chapter 607 of the Florida Statutes, hereby adopts the following Articles of Incorporation for such Corporation:

ARTICLE I

NAME AND PRINCIPAL PLACE OF BUSINESS

The name of the Corporation is TN Management Inc. and the principal place of business is 2717 NE 29th Street, Fort Lauderdale, Florida 33306-1731.

ARTICLE II

PURPOSE

The Corporation is organized for the purpose of transacting any and all lawful business for which corporations may be incorporated under the laws of the State of Florida.

ARTICLE III

CAPITAL STOCK

The Corporation is authorized to issue One Hundred Thousand (100,000) shares of One Dollar (\$1.00) par value Common Stock.

ARTICLE IV

INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial registered office of the Corporation is 120 East Palmetto Park Road, Suite 450, Boca Raton, Florida 33432-4845, and the name of the initial Registered Agent of the Corporation at that address is Redgrave & Rosenthal LLP.

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ARTICLE V**INITIAL BOARD OF DIRECTORS**

The Corporation shall initially have four (4) Directors to hold office until the first Annual Meeting of Shareholders and the successors shall have been duly elected and qualified, or until their earlier resignation, removal from office or death. The number of directors may be either increased or decreased from time to time in accordance with the Bylaws of the Corporation, but shall never be fewer than one (1). The names and addresses of the initial Directors of the Corporation are:

Name	Address
Theresa Nasso	2717 NE 29th Street Fort Lauderdale, FL 33306-1731
Donald J. Deraska	64 Navesink Avenue Rumson, NJ 07760
Diane J. Deraska	2 Warrenton Lane Colts Neck, NJ 07720
Donald J. Deraska, M.D.	4 Foxcroft Road Winchester, MA 01890

ARTICLE VI**INCORPORATOR**

The name and address of the Incorporator of the Corporation is:

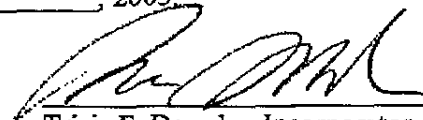
Name	Address
Tricia F. Deraska	114 Waltham Street, Suite 19 Lexington, MA 02421

ARTICLE VII**AMENDMENTS**

The Board of Directors of the Corporation may propose amendments to these Articles of Incorporation for submission to the Shareholders, and the Shareholders entitled to vote on such amendments must approve such amendments. Notwithstanding the foregoing, the Board of Directors

may adopt amendments to the Articles of Incorporation without Shareholder action as provided for in the Florida Business Corporation Act.

IN WITNESS WHEREOF, the undersigned Incorporator has executed these Articles of Incorporation this 12 day of MAY, 2005


Tricia F. Deraska, Incorporator

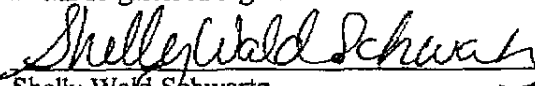
ACCEPTANCE OF DESIGNATION AS REGISTERED AGENT

Having been named as Registered Agent to accept service of process for TN Management Inc. at the place designated in the foregoing Articles of Incorporation, I hereby accept the appointment as Registered Agent and agree to act in this capacity. I further agree to comply with the provisions of the Florida Business Corporation Act 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.

Redgrave & Rosenthal LLP
Initial Registered Agent

Date: 5-17-05

By:


Shelly Wald Schwartz

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