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FLORIDA PROFIT/NON PROFIT CORPORATION

JSD, Inc.

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December 12, 2007

FLORIDA DEPARTMENT OF STATE

Division of Corporations

WILLIAMS SCHIFINI ANGIONE & STEADY, P.A.

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An effective date may be added to the Articles of Incorporation if a 2008 date is needed, otherwise the date of receipt will be the file date. A separate article must be added to the Articles of Incorporation for the effective date.

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Tim Burch
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P.O BOX 6327 - Tallahassee, Florida 32314



December 7, 2007

FLORIDA DEPARTMENT OF STATE

Division of Corporations

WILLIAMS SCHIFINO ANGIONE & STEADY, P.A.

SUBJECT: JSD, INC.

REF: W07000059541

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Adding "of Florida" or "Florida" to the end of a name is not acceptable.

The document number of the name conflict is P96000087696.

An effective date may be added to the Articles of Incorporation if a 2008 date is needed, otherwise the date of receipt will be the file date. A separate article must be added to the Articles of Incorporation for the effective date.

If you have any further questions concerning your document, please call (850) 245-6962.

Valerie Herring
Regulatory Specialist II
New Filing Section

FAX Aud. #: H07000294204
Letter Number: 307A00069157

P.O. BOX 6327 - Tallahassee, Florida 32314

**ARTICLES OF INCORPORATION
OF
JSD MANAGEMENT GROUP, INC.**

The undersigned incorporator, by the execution of these Articles of Incorporation, does hereby form a corporation (this "Corporation") under and accept all the rights, privileges, benefits and obligations conferred and imposed by the Florida Business Corporation Act, and does hereby adopt these Articles of Incorporation of and for this Corporation in accordance with the laws of the State of Florida.

ARTICLE I

Corporate Name

The name of this Corporation shall be:

JSD MANAGEMENT GROUP, INC.

ARTICLE II

Mailing Address

The mailing address of this Corporation as of the time of execution of these Articles of Incorporation is as follows:

4603 Apple Ridge Lane
Tampa, Florida 33624

ARTICLE III

Capital Stock

The aggregate number of shares of capital stock authorized to be issued by this Corporation shall be 1,000 shares of Common Stock with a par value of \$.01 per share. Such shares shall have unlimited voting rights and shall be entitled to receive the net assets of this Corporation upon dissolution of this Corporation.

ARTICLE IV

Commencement of Existence

The existence of this Corporation shall commence on the date these Articles of Incorporation are executed by the incorporator of this Corporation, if these Articles of Incorporation are filed by the Department of State of the State of Florida within five (5) business days after such execution. If filed after such five (5) days, the existence of this Corporation shall commence upon the filing of these Articles by the Department of State of the State of Florida.

FILED
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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLE V

Registered Office and Registered Agent

The name of this Corporation's initial registered agent at this Corporation's initial registered office, and the street address of such office, are as follows:

William J. Schifino, Sr., Esq.
Williams Schifino Mangione & Steady, P.A.
One Tampa City Center
Suite 3200
Tampa, Florida 33602

ARTICLE VI

Incorporator

The name and street address of the incorporator of this Corporation are as follows:

William J. Schifino, Sr., Esq.
Williams Schifino Mangione & Steady, P.A.
One Tampa City Center
Suite 3200
Tampa, Florida 33602

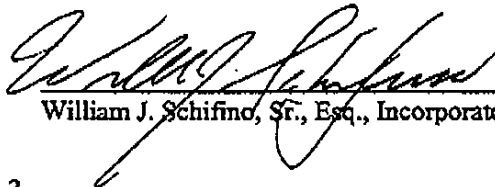
ARTICLE VII

Initial Board of Directors

The Board of Directors of this corporation shall consist of not less than one (1) the exact number of directors to be fixed from time to time by the shareholders or the by-laws. The business and affairs of this corporation shall be managed by the Board of Directors, which may exercise all such powers of this corporation and do all such lawful acts and things as are not by law directed or required to be exercised or done only by the shareholders. The initial Board of Directors shall consist of the following:

Dennis P.H. Mihale, M.D, MBA
Sharon A. Mihale
Jeffrey R. Rierner

IN WITNESS WHEREOF, the undersigned incorporator has executed these Articles of Incorporation this 11th day of December, 2007.


William J. Schifino, Sr., Esq., Incorporator

• 900 P. 006

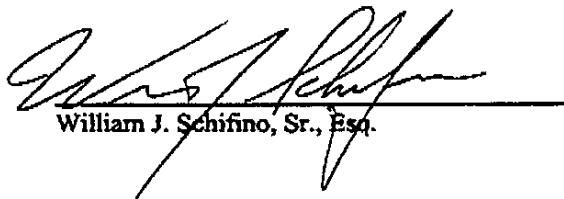
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JSD MANAGEMENT GROUP, INC.

ACCEPTANCE OF APPOINTMENT AS REGISTERED AGENT

The undersigned, William J. Schifino, Sr., Esq., having been appointed registered agent for the above named corporation does hereby accept such appointment and agree and consent to act in such capacity. The undersigned is familiar with, and accepts, the obligations of a registered agent imposed by the Florida Business Corporation Act.

DATED this 11th day of December, 2007.


William J. Schifino, Sr., Esq.

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