

CAPITAL CONNECTION, INC.

417 E. Virginia St., Suite 1, Tallahassee, FL 32301, (904)224 8870
 Mailing Address: Post Office Box 10349, Tallahassee, FL 32302
 TOLL FREE No. 1 800 342 8062
 FAX (904) 222 1222

NAME _____
 FIRM _____
 ADDRESS _____

PHONE () _____

Service Top Priority Regular
 One Day Service Two Day Service

To us via Return via

Mailor No Express Mail No

State Fee \$ Our \$

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FEB 14 1995 BSB

REQUEST TAKEN CONFIRMED APPROVED

DATE _____

TIME _____

BY *PAK*

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of
 RE *Lawrence Medical*
Memberships

CC FEE DISBURSED

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- Capital Express™
- Art. of Inc. Fido
- Corp. Record Search
- Le. Partnership Fido
- Foreign Corp. Fido
- () Coll. Copy(s)
- Art. Amend. Fido
- Dis. Initial Withdrawal
- C U S
- Fictitious Name Fido

- Res. Reservation
- Annual Report/Reinstatement
- Reg. Agent Service
- Document Filing

- Corporate Kit
- Vehicle Search
- Driving Record
- Document Retrieval

- UCC 1 or 3 File
- UCC 11 Search
- UCC 11 Retrieval
- File No. _____ Copies _____
- Courier Service
- Shipping/Handling
- Phone () _____
- Top Priority
- Express Mail Prep
- FAX () _____ pgs _____

FILED
 FEB 14 1995
 SECRETARY OF STATE
 TALLAHASSEE, FL

SUBTOTALS

FEE.....	\$
DISBURSED.....	\$
SURCHARGE.....	\$
TAX on corporate supplies.....	\$
SUBTOTAL.....	\$
PREPAID.....	\$
BALANCE DUE	\$
	\$

Please remit invoice number with payment
TERMS NET 10 DAYS FROM INVOICE DATE
 1 1/2% per month on Past Due Amounts
 Past 30 Days, 18% per Annum

THANK YOU
 from
 Your Capital Connection

ARTICLES OF INCORPORATION
OF
LAKESIDE MEDICAL VENTURES, INC.

FILED
95 FEB 16 AM 10: 57
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLE I
NAME

The name of the corporation is LAKESIDE MEDICAL VENTURES, INC.

ARTICLE II
APPLICABLE LAW

The Corporation is organized pursuant to the provisions of the Florida Business Corporation Act.

ARTICLE III
DURATION

The Corporation will begin its corporate existence as of the filing of these Articles of Incorporation and will have a perpetual duration.

ARTICLE IV
PURPOSE

The Corporation is organized for the purpose of transacting any and all lawful business authorized and not prohibited by the Florida Business Corporation Act, as the same may be from time to time amended.

ARTICLE V
CAPITAL STOCK

The Corporation will have authority, acting by its board of directors, to issue not more than ten thousand (10,000) shares of common stock having a par value of 50/100 dollars (\$.50) per share.

ARTICLE VI
INITIAL REGISTERED OFFICE AND AGENT
AND PRINCIPAL OFFICE OF THE CORPORATION

The street and mailing address of the principal office of the Corporation is 32845 Radio Road, #E, Leesburg, Florida 34788. The initial registered agent of the Corporation is David M. Campione, Esq., whose initial registered office is 600 Jennings Avenue, Eustis, Florida 32726.

ARTICLE VII
PREEMPTIVE RIGHTS

No holders of any class or series of shares of the Corporation will be entitled as matter of right, to any preemptive right to subscribe for or purchase any shares of any class or series, whether now or hereafter authorized, any options or rights to purchase any shares, or any bonds, debentures or other securities of the Corporation, whether or not convertible into or carrying any option to purchase any such shares.

ARTICLE VIII
INDEMNIFICATION

The Corporation will indemnify any officer or director, or any former officer or director, to the fullest extent permitted by the Florida Business Corporation Act.

ARTICLE IX
LIMITATION OF DIRECTOR LIABILITY

1. A director is not personally liable for monetary damages to the Corporation or any other person for any statement, vote, decision, or failure to act, regarding corporate management or policy, by a director, unless:

- a. The director breached or failed to perform his duties as a director; and
- b. The director's breach of, or failure to perform, those duties constitute:

(1) A violation of the criminal law, unless the director had reasonable cause to believe his conduct was lawful or had no reasonable cause to believe his conduct was unlawful. A judgment or other final adjudication against a director in any criminal proceeding for a violation of the criminal law estops that director from contesting the fact that his breach, or failure to perform, constitutes a violation of the criminal law; but does not estop the director from establishing that he had reasonable cause to believe that his conduct was lawful or had no reasonable cause to believe that his conduct was unlawful;

(2) A transaction from which the director derived an improper personal benefit, either directly or indirectly;

(3) A circumstance under which the liability provisions of the Florida Business Corporation Act Section 607.0834 are applicable;

(4) In a proceeding by or in the right of the Corporation to procure a judgment in its favor or by or in the right of a shareholder, conscious disregard for the best interest of the Corporation, or willful misconduct; or

(5) In a proceeding by or in the right of someone other than the Corporation or a shareholder, recklessness or an act or omission which was committed in bad faith or with malicious purpose or in a manner exhibiting wanton and willful disregard of human rights, safety, or property.

2. The limitation of director liability will be consistent with the Florida Business Corporation Act, as the same may be from time to time amended.

ARTICLE X
INCORPORATOR

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

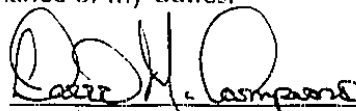
David M. Campione 600 Jennings Avenue
Eustis, Florida 32726

IN WITNESS WHEREOF, the undersigned being the incorporator of the Corporation has executed these Articles of Incorporation this 13th day of February, 1995.


David M. Campione

ACCEPTANCE BY REGISTERED AGENT

Having been named as registered agent for the above stated Corporation at the place designated in the Articles of Incorporation, I hereby agree to comply with the provisions of all statutes relative to the proper and complete performance of my duties.


David M. Campione, Esq.
Registered Agent