

ARTICLES OF INCORPORATION
OF
HEALTH STAFFING OF THE FLORIDA KEYS, INC.

FILED
1995 MAR -1 PM 3:00
TALLAHASSEE, FLORIDA

Article I

Name

The name of the corporation is: Health Staffing of the Florida Keys, Inc.

Article II

Address

The corporations principal office and registered office mailing address are:

11400 Overseas Highway
Suite 204
Marathon, Fl. 33050

Article III

Duration

This corporation shall have perpetual existence.

Article IV

Purpose

This corporation is organized for the purpose of conducting business in an orderly fashion.

Article V

Capital Stock

This corporation is authorized to issue 1,000 shares of ONE DOLLAR (\$1.00) par value common stock.

Article VI

Initial Registered Office And Agent

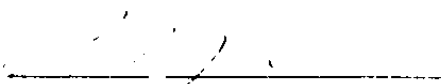
The street address of the initial registered office of this corporation is 11400 Overseas Highway, Suite 204 ; Marathon, Florida 33050 and the name of the initial registered agent of this corporation at that address is Rob J. Becht.

FILED
1995 MAR 11 PM 3:00
TALLAHASSEE, FLORIDA

Article VII

Acceptance of Registered Agent

I, Rob J. Becht, am familiar with and accept the duties and responsibilities as registered agent for said corporation at the principal address



Rob J. Becht

Article VIII

Initial Board Of Directors

This corporation shall have one (1) director initially. The number of directors may be either increased or diminished from time to time by the bylaws but shall never be less than one (1). The name and address of the initial director of this corporation is:

Rob J. Becht

11400 Overseas Highway --Suite 204
Marathon, Fl. 33050

Article IX

Incorporator

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

Rob J. Becht
11400 Overseas Highway-Suite 204
Marathon, Fl. 33050

Article X

Powers

This corporation shall have all of the corporate powers enumerated in the Florida General Corporation Act.

Article XI

Meetings By Conference Telephone

Members of the Board of Directors may participate in meetings of the Board of Directors by means of conference telephone as provided by law.

Article XII

Action By Directors Without A Meeting

The directors of this corporation may take action by written consent, as provided by law.

Article XIII

Indemnification

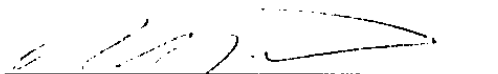
The corporation shall indemnify any officer or director, or any former officer or director, to the full extent permitted by law.

Article XIV

Amendment

This corporation reserves the right to amend or repeal any provisions contained in these Article of Incorporation, or any amendment hereto, and any right conferred upon the shareholders is subject to this reservation.

IN WITNESS WHEREOF, the undersigned subscriber has executed these Articles of Incorporation the 1st day of March 1995.



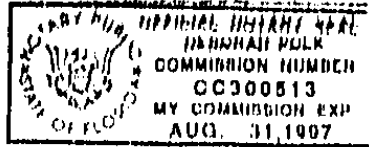
Rob J. Becht, Subscriber

STATE OF FLORIDA
COUNTY OF Monroe

Before me, a Notary Public authorized to take acknowledgements in the State and County set forth above, personally appeared Rob J. Becht known to me and known by me, to be the person who executed the foregoing Articles of Incorporation, and he acknowledged before me that he executed those Articles of Incorporation.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed my official seal, in the State and County aforesaid, this 1 day of March, 1995.

My commission expires:



Marshall Polk

Notary Public