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March 31, 1995

FILED

95 APR -4 PM 3:42

SECRETARY OF STATE
TALLAHASSEE, FL

Corporate Records Bureau
Division of Corporations
Department of State
P.O. Box 6327
Tallahassee, Florida 32314

EFFECTIVE DATE
03-30-95

RE: Medical Professionals, Inc.

Gentlemen:

Enclosed herewith please find two originals of Articles of Incorporation for the above corporation. Also enclosed is our check, in the amount of \$122.50, to cover the following costs:

Filing Fee	\$ 35.00
Certified Copy	52.50
Registered Agent Fee	<u>35.00</u>
TOTAL FEES	\$122.50

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****122.50 ****122.50

Please return a certified copy of the Articles of Incorporation to my attention.

Sincerely,

Virginia A. Dorris, EA
c/o American Accounting Service, Inc.
339 6th Avenue West
Bradenton, Florida 34205

Enclosures
VAD: cc

NANCY HENDRICKS APR - 5 1995

ARTICLES OF INCORPORATION OF

Medical Professionals, Inc.

ARTICLE I - Name

The name of the corporation is: Medical Professionals, Inc. The principal office and mailing address is: 339 6th Avenue West, Bradenton, Florida 34205.

ARTICLE II - Existence

EFFECTIVE DATE

This corporation shall commence existence on the date of execution and acknowledgment of these Articles.

ARTICLE III - Purpose

The general purpose for which this corporation is organized shall be the transacting of any or all lawful business for which corporations may be incorporated under the provisions of Chapter 607, Florida Statutes.

ARTICLE IV - Capital Stock

This corporation is authorized to issue 500 shares of common stock, each having a par value of \$1.00. The stock will be classified as 1244 Stock for Internal Revenue purposes.

ARTICLE V - Initial Registered Office and Agent

The street address of the initial registered office of this corporation is: 3960 Somerset Drive, Sarasota, Florida 34242 and the name of the initial registered agent of this corporation at that address is Jerral C. Smith.

ARTICLE VI - Initial Board of Directors

This corporation shall have one (1) director initially. The number of directors may be increased or decreased from time to time by the By-Laws but there shall always be at least one director. The name and address of the initial director of this corporation is:

NAME

ADDRESS

Jerral C. Smith

3960 Somerset Drive
Sarasota, FL 34205

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TALLAHASSEE, FLORIDA

ARTICLE VII - Incorporator

The name and address of the person signing these Articles of Incorporation is: Jerral C. Smith, 3960 Somerset Drive, Sarasota, Florida 34242.

ARTICLE VIII - By-Laws

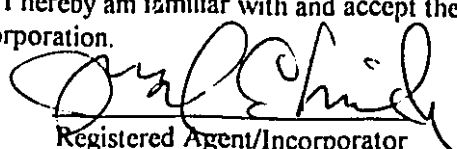
The power to adopt, alter, amend or repeal By-Laws of this corporation shall be vested in either the Board of Directors or the shareholders; provided, however, the Board of Directors may not alter, amend or repeal any By-Laws adopted by the shareholders if the shareholders specifically provide that the By-Law is not subject to alteration, amendment or repeal by the Board of Directors.

ARTICLES IX - Indemnification

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

ACCEPTANCE

The undersigned, having been designated in the foregoing Articles of Incorporation as Registered Agent, hereby agrees to accept said designation. I hereby am familiar with and accept the duties and responsibilities as registered agent for said corporation.


Registered Agent/Incorporator

3-30-95
Date