

Joseph R. Moss
Attorney at Law

1530 SOUTH FEDERAL HIGHWAY
ROCKLEDGE, FLORIDA 32955-2844

FILED

95 APR 10 PM 4:11

TELEPHONE

(407) 639-0202



FAX

(407) 639-6877

P95000029327

Division of Corporations
P.O. Box 6327
Tallahassee, Florida 32314

RE: MEDTRUST, INC.

500001452565
-04/10/95--01092--019
***122.50 ***122.50

Dear Sir:

Enclosed, please find the Articles of Incorporation on the above referenced. I have also enclosed a check in the amount of \$122.50, for the filing fee.

Please return the Articles of Incorporation to our office when filed.

Thank you for your attention to this matter.

Sincerely,

Joseph R. Moss
Joseph R. Moss

JRM:mem

Enclosure - Articles
Check

cc: Mr. Steven Frost

ARTICLES OF INCORPORATION

OF

MEDTRUST, INC.

FILED
95 APR 10 PM 2:11
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLE I - NAME

The name of this corporation is MEDTRUST, INC.

ARTICLE II - DURATION

This corporation shall exist perpetually.

ARTICLE III - PURPOSE

This corporation is organized for the purpose of providing medical educational services and for any other lawful purpose.

ARTICLE IV - CAPITAL STOCK

This corporation is authorized to issue 7000 shares of \$1.00 per value common stock.

ARTICLE V - ADDRESS OF PRINCIPLE OFFICE

The initial post office address of the principle office of this corporation shall be 518 Jefferson Avenue, Cape Canaveral, Florida, 32920.

ARTICLE VI - INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial registered office of this corporation is 1530 S. Federal Highway, Rockledge, Florida, 32955 and the name of the initial registered agent of this corporation at that address is Joseph R. Moss.

ARTICLE VII - INITIAL BOARD OF DIRECTORS

This corporation shall have three Directors initially. The number of Directors may be increased at any time by the By-laws, but shall never be less than one. The names of the initial Directors of this corporation are:

PRESIDENT

STEVEN FROST

VICE PRESIDENT

BARBARA MANGUM

SECRETARY

SANDRA DEVOE

ARTICLE VIII - FISCAL YEAR

The fiscal year of the corporation shall be from January 1 to December 31.

ARTICLE IX - INCORPORATION

The name and address of the person signing the Articles is:

STEVEN FROST
518 Jefferson Avenue
Cape Canaveral, Florida 32920

ARTICLE X - BY-LAWS

The initial By-laws of this corporation shall be adopted by the Board of Directors. Thereafter, By-laws may be amended by majority vote from the Board of Directors, and may also be amended by majority vote of the stockholders.

ARTICLE XI - SHAREHOLDERS MEETINGS

The first annual shareholders meeting shall be held within ninety (90) days of the creation of this corporation at a place and time to be determined by the Board of Directors. Thereafter, the place and time for the annual stockholders meeting shall be as determined by the By-laws of the corporation.

ARTICLE XII - QUORUM AND MAJORITY

At all meetings of the Board of Directors of this corporation, and at all meetings of the stockholders of this corporation, a quorum for such meeting shall consist of a majority of those eligible to vote, and a majority of those actually voting shall be sufficient to take any action.

IN WITNESS WHEREOF, the undersigned subscriber has executed these Articles of Incorporation this 23rd day of February, 1995

Steven Frost
STEVEN FROST

STATE OF FLORIDA
COUNTY OF BREVARD

Before me, a Notary Public, authorized to take acknowledgments in the state and county set forth above, personally appeared Steven Frost, known to me or who has produced all Driver license as identification and who did take an oath. #1623-787-58-206-0

IN WITNESS WHEREOF, I have hereunto set my hand and official seal in the state and county aforesaid, this 23rd day of February, 1995.

Mary E Moss
Notary Public State of Florida
at Large

My Commission Expires:



MARY E. MOSS
MY COMMISSION # CC372258 EXPIRES
MAY 15, 1998
PUNCHED THROUGH BY INSURANCE CO.

ACCEPTANCE

I agree as Resident Agent to accept Service of Process, to office open during prescribed hours, to post my name (and any other officers of said corporation authorized to accept service of process at the above Florida designated address) in some conspicuous place in office as required by Law.

Joseph R Moss
JOSEPH R. MOSS, ESQUIRE

P95000029327

Joseph R. Moss
Attorney at Law

Event Negative Copy

1830 SOUTH FEDERAL HIGHWAY
ROCKLEDGE, FLORIDA 32955-2844

TELEPHONE
(407) 898-0288



FAX
(407) 898-8877

January 26, 1996

Department of State
Division of Corporations
409 E. Gaines Street
Tallahassee, FL 32399

FAXED
01-29

ATTN: Ms. Bobbie Eldridge

RE: MEDTRUST, INC.
Document No.: P95000029327

Dear Ms. Eldridge:

Pursuant to our previous conversation in regard to the above-referenced matter, my client has agreed to maintain the corporate name of MEDTRUST, INC., which was originally issued to him by the State of Florida.

Further, he acknowledges that the name of MedTrust, Inc., Document Number P95000029543, was also issued to a company located in Winter Haven, Florida, and that both companies will maintain and use the same name.

I would, however, request a copy of the Articles of Incorporation for MedTrust, Inc. of Winter Haven. Please be sure the stamp which notes the original date and time of filing is affixed accordingly.

Thank you for your attention to this matter.

Sincerely,

Joseph R. Moss
Joseph R. Moss

JRM:nem

cc: Mr. Steven Frost, MEDTRUST, INC.

BE 1/29