



P95000037581
AMERICAN MEDICAL HEALTH SERVICES, INC.

MAY 5, 1995

DEPARTMENT OF STATE
DIVISIONS OF CORPORATIONS
P.O. BOX 6327
TALLAHASSEE, FLORIDA 32314

DEAR SIR:

ENCLOSED PLEASE FIND ARTICLES OF INCORPORATION AND THE DESIGNATION AND ACCEPTANCE OF REGISTERED AGENT FOR FILING, TOGETHER WITH OUR CHECK IN THE AMOUNT OF \$122.50 TO COVER THE FILING FEE, CERTIFIED COPY CHARGE, DESIGNATION OF REGISTERED AGENT, AND CHARTER TAX.

I HAVE ALSO ENCLOSED AN ADDITIONAL COPY OF THE ARTICLES OF INCORPORATION WHICH I WOULD APPRECIATE HAVE CERTIFIED AND RETURNED TO MY ENCLOSED ADDRESS.

SINCERELY,

FAITH B. TERRELL

Faith B. Terrell
ENCLOSURES

600001482456
-05/10/95--01046--005
****122.50 ****122.50

MAY 11 1995

FILED
95 MAY 10 PM 2:39
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLES OF INCORPORATION
OF
AMERICAN MEDICAL HOSPITAL SUPPLY, INC.

FILED

95 MAY 10 PM 2:39

The undersigned subscriber to these ~~SECRETARY OF STATE~~
incorporation, a natural person competent to contract, ~~FILED~~ ~~SECRETARY OF STATE~~
forms a corporation under the laws of the State of Florida.

ARTICLE I NAME

The name of the corporation shall be AMERICAN MEDICAL
HOSPITAL SUPPLY, INC.

ARTICLE II NATURE OF BUSINESS

This corporation may engage in or transact any and all
lawful activities or business permitted under the laws of the
United States, the State of Florida, or any other
state, county, territory or nation.

ARTICLE III CAPITAL STOCK

The maximum number of shares of stock that this corporation
is authorized to have outstanding at any one time is 1,000
shares of common stock having a par value of \$1.00 per share.

ARTICLE IV ADDRESS

The street address of the initial registered office of the
corporation shall be 6965 Phillips Highway, Jacksonville,
Florida, 32216 and the name of the initial
Registered Agent for the corporation at that address is
Faith B. Terrell.

ARTICLE V SPECIAL PROVISIONS

The stock of this corporation is intended to qualify under
the requirements of Section 1244 of the Internal Revenue Code
and the regulations issued thereunder. Such actions as may be
necessary shall be deemed to have been taken by the appropriate
officers to accomplish this compliance.

ARTICLE VI TERM OF EXISTENCE

This corporation shall exist perpetually.

ARTICLE VII LIMITATION OF LIABILITY

Each director, stockholder and officer, in consideration for his services, shall, in the absence of fraud, be indemnified, whether then in office or not, for the reasonable cost and expenses incurred by him in connection with the defense of, or for advice concerning any claim asserted or proceeding brought against him by reason of his being or having been a director, stockholder or officer of the corporation or of any subsidiary of the corporation, whether or not wholly owned, to the maximum extent permitted by law. The foregoing right of indemnification shall be inclusive of any other rights to which any director, stockholder or officer may be entitled as a matter of law.

ARTICLE VIII SELF DEALING

No contract or other transaction between the corporation and other corporations, in the absence of fraud, shall be affected or invalidated by the fact that any one or more of the directors of the corporation is or are interested in a contract or transaction, or are directors or officers of any other corporation, and any director or directors, individually or jointly, may be a party or parties to, or may be interested in such contract, act or transaction, or in any way connected with such person or person's firm or corporation, and each and every person who may become a director of the corporation is hereby relieved from any liability that might otherwise exist from this contracting with the corporation for the benefit of himself or any firm, association or corporation in which he may be in any way interested. Any director of the corporation may vote upon any transaction with the corporation without regard to the fact that he is also a director of such subsidiary or corporation.

This corporation shall have a minimum of one director. The initial Board of Directors shall consist of:

John C. Terrell
Faith B. Terrell

ARTICLE X INCORPORATOR

The name and address of the incorporator is:

Faith B. Terrell
6965 Phillips Highway
Jacksonville, Florida 32216

IN WITNESS WHEREOF, the undersigned has herunto set his hand and seal on this 28th day of April, 19 95.

Incorporator:

Faith B. Terrell
Faith B. Terrell

STATE OF Florida
COUNTY OF Duval

The foregoing instrument was executed and acknowledged before me this 28th day of April, 1995, by Faith B. Terrell.

(SEAL)

Edgar L. Wilkinson
Notary Public Edgar L. Wilkinson
State of Florida
My Commission Expires:

NOTARY PUBLIC, STATE OF FLORIDA
MY COMMISSION EXPIRES: JULY 29, 1998.
BONDED THRU NOTARY PUBLIC UNDERWRITERS.

**DESIGNATION OF AND ACCEPTANCE
BY REGISTERED AGENT**

The following is submitted in compliance with the laws of the State of Florida.

AMERICAN MEDICAL HOSPITAL SUPPLY, INC., a corporation organizing under the laws of the State of Florida, with its principal office located at 6965 Phillips Highway, Jacksonville, Florida 32216, has named Faith B. Terrell, whose address is 6965 Phillips Highway, Jacksonville, Florida 32216, as its Agent to accept service of process within this State.

ACCEPTANCE:

I agree as Registered Agent to accept service of process; to keep the 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 designated address) in some conspicuous place in the office as required by law.

Registered Agent:

Faith B. Terrell
Faith B. Terrell

STATE OF Florida
COUNTY OF Duval

BEFORE ME, the undersigned authority, this day personally appeared Faith B. Terrell, who, after being duly sworn, deposes and says that the facts and matters contained above are true and correct, and that he has executed the same for the purposes expressed herein.

WITNESS my hand and official seal this 28th day of April, 19 95.

(SEAL)

Edgar L. Wilkinson
Notary Public Edgar L. Wilkinson
State of Florida
My Commission Expires:

NOTARY PUBLIC, STATE OF FLORIDA.
MY COMMISSION EXPIRES: JUL 29, 1995.
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