

P95000040420

MedNet Inc.
P.O. Box 16193
West Palm Beach, Florida 33416

May 10, 1995

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

900001487639
-05/15/95--01081-014
*****70.00 *****70.00

Gentlemen:

Enclosed is our check in the amount of \$70.00 to cover filing fees for the registration of our new corporation. Our certificate of incorporation is also enclosed. Please contact us if there are any difficulties with this transaction.

Thank you


Steven Aberger

DMC
5/16/95

~~789, 1109, 0105, 0117~~

~~95-10592~~
FILED
95 MAY 22 PM 3:53
SECRETARY OF STATE
TALLAHASSEE, FLORIDA



FLORIDA DEPARTMENT OF STATE

Sandra B. Mortham
Secretary of State

May 16, 1995

STEVEN ABERGER
MEDNET OF THE PALM BEACHES INC.
P.O. BOX 16193
WEST PALM BEACH, FL 33416

SUBJECT: MEDNET SOUTHERN CROSS HOLDINGS INC.
Ref. Number: W95000010392

We have received your document for MEDNET SOUTHERN CROSS HOLDINGS INC. and your check(s) totaling \$70.00. However, the enclosed document has not been filed and is being returned for the following correction(s):

Please give us the correct name of the registered agent in Florida. (See attach computer print-out)

The document must contain written acceptance by the registered agent, (i.e. "I hereby am familiar with and accept the duties and responsibilities as registered agent for said corporation"); and the registered agent's signature.

The registered agent must sign accepting the designation.

Please return your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (904) 487-6923.

Doris McDuffie
Corporate Specialist Supervisor

Letter Number: 895A00025190

CERTIFICATE OF INCORPORATION

FILED

OF

95 MAY 22 PM 3:53

MedNet Southern Cross Holdings Inc.

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

THE UNDERSIGNED, in order to form a corporation for the purposes hereinafter stated, under and pursuant to the provisions of the General Corporation Law of the State of *FLORIDA* hereby certify as follows:

1. The name of the corporation is:

MedNet Southern Cross Holdings Inc.

2. The address of the registered ^{principal} office of the corporation

in the State of *Florida* is:

*16745 West Tenny Lane, Loxahatchee, Fla.
33470*

The registered agent in charge thereof is:

*Steven Aberger : 16745 W. Tenny Lane, Loxahatchee
Florida 33470*

3. The purpose of the corporation is:

*To engage in any lawful act or activity
for which corporations may be organized
under the General Corporation Law of the State of
Florida.*

4. The corporation is authorized to issue capital stock to the extent of *100. SHARES*

5. The Board of Directors is authorized and empowered to make, alter, amend and rescind the By-Laws of the corporation, but By-Laws made by the Board may be altered or repealed, and new By-Laws made, by the stockholders.

The name and address of the incorporator(s) is (are)
as follows:

NAME

ADDRESS

Steven Aberger

16745 W. Jenny Lane
Loxahatchee, Fla 33470

IN WITNESS WHEREOF, the incorporator(s) has (have) hereunto
set *my* hand and seal this *9th* day of *MAY*, A.D.
19 *95*



May 15, 1995

FILED

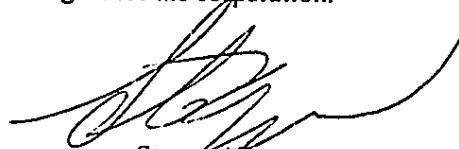
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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Florida Department of State
Division of Corporations
P.O. Box 6327
Tallahassee Fla. 32314

attn Doris McDuffie
Corporate Specialist Supervisor

I hereby accept designation as registered agent for MedNet Southern Cross Holdings Inc.
I am familiar with the duties and responsibilities as registered agent for the corporation.



Steven Aberger
16745 W. Jenny Lane
Loxahatchee, Fla. 33470