

CAPITAL CONNECTION, INC.

417 E. Virginia St., Suite 1, Tallahassee, FL 32301, (904) 224-0870
 Mailing Address: Post Office Box 10149, Tallahassee, FL 32302
 TOLL FREE No. 1-800-342-8062
 FAX (904) 222-1222

NAME _____
 FIRM _____
 ADDRESS _____
 PHONE () _____

Service: Top Priority _____ Regular _____
 One Day Service Two Day Service

To us via _____ Return via _____

Matter No.: _____ Express Mail No. _____

State Fee \$ _____ Our \$ _____

BA 5/10/96

| REQUEST | TAKEN | CONFIRMED | APPROVED |
|-----------------------|-------|-----------|--------------|
| DATE _____ | _____ | _____ | _____ |
| TIME _____ | _____ | _____ | CK No. _____ |
| BY <i>[Signature]</i> | _____ | _____ | _____ |

WALK-IN *5/10 12:00*
 Will Pick Up _____

P96000040198

No 53013

RE: *SKH I. Medical*
Equity Corporation

| | C.O. FEE | DISBURSED |
|---------------------------|----------|-----------|
| Capital Express™ | | |
| Art. of Inc. File | | |
| Corp. Record Search | | |
| Ltd. Partnership File | | |
| Foreign Corp. File | | |
| () Conf. Copy(s) | | |
| Art. of Amend. File | | |
| Dissolution/Withdrawal | | |
| C U S. | | |
| Fictitious Name File | | |
| Name Reservation | | |
| Annual Report/Maintenance | | |
| Reg. Agent Service | | |
| Document Filing | | |
| Corporate Kit | | |
| Vehicle Search | | |
| Driving Record | | |
| Document Retrieval | | |
| UCC 1 or 3 File | | |
| UCC 11 Search | | |
| UCC 11 Retrieval | | |
| File No.'s _____ Copies | | |
| Courier Service _____ | | |
| Shipping/Handling | | |
| Phone () _____ | | |
| Top Priority _____ | | |
| Express Mail Prop. _____ | | |
| FAX () _____ pgs. | | |

SUBTOTALS

| | |
|--------------------------------|----|
| FEE..... | |
| DISBURSED..... | |
| SURCHARGE..... | \$ |
| TAX on corporate supplies..... | \$ |
| SUBTOTAL..... | \$ |
| PREPAID..... | \$ |
| BALANCE DUE..... | \$ |

Please remit invoice number with payment
 TERMS: NET 10 DAYS FROM INVOICE DATE
 1 1/2% per month on Past Due Amounts
 Past 30 Days, 18% per Annum.

THANK YOU
 from
 Your Capital Connection

ARTICLES OF INCORPORATION
OF
SRH I Medical Equity Corporation

FILED
26 MAY 10 AM 9:45
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The undersigned incorporator, for the purpose of forming a corporation under the Florida Business Corporation Act, hereby adopts the following Articles of Incorporation.

ARTICLE I
NAME

The name of the corporation shall be: **SRH I Medical Equity Corporation**

ARTICLE II
PRINCIPAL OFFICE

The mailing address of the initial principal office of this corporation is 1200 Corporate Center Way, Suite 100, Wellington, Florida 33414. The Board of Directors may, from time to time, change the street and post office address of the principal office of the corporation.

ARTICLE III
PURPOSE

To engage in any business and other activities permitted under the laws of the United States and Chapter 607 of the Florida Statutes, as amended from time to time.

ARTICLE IV
CAPITAL STOCK

This corporation is authorized to issue 10,000 shares of common stock.

The common stock of the corporation shall have the following characteristics:

- (a) Par value shall be \$0.001 per share.

(b) At all meetings of the stockholders, the common stockholders shall be entitled to cast one (1) vote for each share of common stock owned. That a common stockholder is interested in a matter to be voted upon shall not disqualify him from voting thereon.

(c) Except as otherwise provided by law, the entire voting power for the election of the directors and for all other purposes shall be vested exclusively in the holders of the outstanding common stock.

ARTICLE V TERM OF EXISTENCE

This corporation shall have perpetual existence commencing on the date of filing of these Articles of Incorporation with the Secretary of State of the State of Florida.

ARTICLE VI INITIAL REGISTERED AGENT AND ADDRESS

The name of the initial registered agent of this corporation is Donald A. Sands c/o DASCO Development Corporation, a Florida corporation. The street address of the initial registered agent of this corporation is 1200 Corporate Center Way, Suite 100, Wellington, Florida 33414.

ARTICLE VII INITIAL BOARD OF DIRECTORS

This corporation shall have two (2) Directors initially. The number of Directors may be either increased or diminished from time to time in accordance with the By-Laws but shall never be fewer than one (1). The names and addresses of the initial directors of this corporation are:

Bruce A. Rendina
1200 Corporate Center Way
Suite 100
Wellington, Florida 33414

Donald A. Sands
1200 Corporate Center Way
Suite 100
Wellington, Florida 33414


ARTICLE VIII
AMENDMENT

This corporation reserves the right to amend or repeal any provisions contained in these Articles of Incorporation, or any amendment hereto, in the manner provided by law. The approval of each class of shareholders shall be required for any amendment or repeal.

ARTICLE IX
INCORPORATOR

The name and street address of the person signing these Articles is Patrick J. DiSalvo, 1200 Corporate Center Way, Suite 100, Wellington, Florida 33414.

The undersigned has executed these Articles of Incorporation this XIV day of May, 1996.



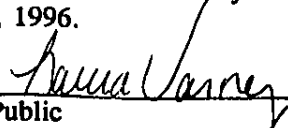
Patrick J. DiSalvo,
Executive Vice President - Operations

STATE OF FLORIDA)
) SS.
COUNTY OF PALM BEACH)

BEFORE ME, a Notary Public authorized to take acknowledgments in the State and County set forth above, personally appeared Patrick J. DiSalvo, known to me to be the person who executed the foregoing Articles of Incorporation, or who produced _____ as identification, and who did (did not) take an oath.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed my official seal, in the State and County aforesaid on this XIV day of May, 1996.

My Commission Expires:



Notary Public
State of Florida at Large



CERTIFICATE OF DESIGNATION
REGISTERED AGENT/REGISTERED OFFICE

FILED
26 MAY 10 AM 9:45
DEPARTMENT OF STATE
TALLAHASSEE, FLORIDA

Pursuant to the provisions of Section 607.0501, Florida Statutes, the undersigned corporation, organized under the laws of the State of Florida, submits the following statement in designating the registered office/registered agent, in the State of Florida,

1. The name of the corporation is: **SRH I Medical Equity Corporation.**
2. The name and address of the registered agent and office is: Donald A. Sands c/o Dasco Development Corporation, a Florida corporation, 1200 Corporate Center Way, Suite 100, Wellington, Florida 33414.

Dated: May 8th, 1996



Donald A. Sands, Registered Agent

HAVING BEEN NAMED AS REGISTERED AGENT AND TO ACCEPT SERVICE OF PROCESS FOR THE ABOVE STATED CORPORATION AT THE PLACE DESIGNATED IN THIS CERTIFICATE, THE UNDERSIGNED CORPORATION HEREBY ACCEPTS THE APPOINTMENT AS REGISTERED AGENT AND AGREES TO ACT IN THIS CAPACITY. THE UNDERSIGNED CORPORATION FURTHER AGREES TO COMPLY WITH THE PROVISIONS OF ALL STATUTES RELATING TO THE PROPER AND COMPLETE PERFORMANCE OF ITS DUTIES, AND IS FAMILIAR WITH AND ACCEPTS THE OBLIGATIONS OF ITS POSITION AS REGISTERED AGENT.

Dated: May 8th, 1996

Registered Agent:

DASCO Development Corporation, a
Florida corporation

By: 
Donald A. Sands,
Chief Executive Officer