

THE SHOT HALL STREET ACCOUNT NO. : 07210000032

REFERENCE : 959646 81293A

AUTHORIZATION:

COST LIMIT : \$ 70.00

ORDER DATE : May 20, 1996

ORDER TIME : 12:27 PM

ORDER NO. : 959646

CUSTOMER NO: 81293A

CUSTOMER: Ms. Lisa Kendrick

SORGINI & SORGINI

300 N. Federal Way

Lake Worth, FL 33460

DOMESTIC FILING

NAME: P & C MEDICAL SERVICES CORP.

EFFECTIVE DATE:

XXX ARTICLES OF INCORPORATION
CERTIFICATE OF LIMITED PARTNERSHIP

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

_____ CERTIFIED COPY

YXX PLAIN STAMPED COPY
CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Harry B. Davis

EXAMINER'S INITIALS:

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ARTICLES OF INCORPORATION

OF

P & C MEDICAL SERVICES CORP.

ARTICLE I. CORPORATE NAME.

The name of this corporation is:

P & C Medical Services Corp.

ARTICLE II. PRINCIPAL OFFICE.

The address of the principal office and the mailing address of the corporation is:

13026 La Mirada Circle Wellington, FL 33414

ARTICLE III. NATURE OF BUSINESS AND POWERS.

The general nature of the business to be transacted by this Corporation is to engage in any and all business permitted under the laws of the State of Florida.

ARTICLE IV. CAPITAL STOCK.

The maximum number of shares that this Corporation is authorized to issue and have outstanding at any one time is one hundred (100) shares of common stock having a par value of One Dollar (\$1.00).

ARTICLE V. TERM OF EXISTENCE.

This Corporation shall have perpetual existence commencing upon filing of these articles.

VI. INITIAL REGISTERED AGENT AND ADDRESS.

The name and address of the initial Registered Agent is:

Patrick Zaccaro 13026 La Mirada Circle Wellington, FL 33414

ARTICLE VII. BOARD OF DIRECTORS.

This Corporation shall have 2 directors initially. The number of directors may be diminished from time to time by Bylaws adopted by the stockholders, but shall never be less than one (1).

ARTICLE VIII. INITIAL DIRECTORS.

The names of the initial directors of this Corporation and their street addresses are:

Patrick Zaccaro 13026 La Mirada Circle Wellington, FL 33414 Carmen M. Zaccaro 13026 La Mirada Circle Wellington, FL 33414

The persons named as initial directors shall hold office for the first year of existence of this Corporation or until their successors are elected or appointed and have qualified, whichever occurs first.

ARTICLE IX. INCORPORATOR(S).

The name and street address of the persons signing these Articles of Incorporation as the INCORPORATOR(8) are:

Patrick Zaccaro 13026 La Mirada Circle Wellington, FL 33414 Carmen M. Zaccaro 13026 La Mirada Circle Wellington, FL 33414

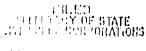
ARTICLES X. AMENDMENT.

These Articles of Incorporation may be amended in the manner provided by law. Every amendment shall be approved by the Board of Directors, proposed by them to the stockholders and approved at a stockholders' meeting by at least a majority of the stock entitled to vote, unless all of the directors and all of the stockholders sign a written statement manifesting their intention that a certain amendment of these Articles of Incorporation be made.

IN WITNESS WHEREOF, the undersigned, as INCORPORATOR(S), have executed the foregoing Articles of Incorporation on this day of May, 1996.

PATRICK ZACCARO - Incorporator

CARMEN M. ZACCARO - Incorporator



96 MAY 20 PH 3: 46

ACCEPTANCE AS REGISTERED AGENT

Having been named as Registered Agent and to accept service of process for the above stated corporation at the place designated in these Articles of Incorporation, I hereby accept the appointment as Registered Agent and agree to act in this capacity. I further agree to comply with the provisions of all statutes relating to the proper and complete performance of my duties, and I am familiar with and accept the obligations of my position as Registered Agent.

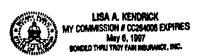
Dated this /6 day of May, 1996.

PATRICK ZACCARO Resident Agent

STATE OF FLORIDA

COUNTY OF PALM BEACH

Sworn to and subscribed before me this 16th day of May, 1996, by PATRICK ZACCARO and CARMEN M. ZACCARO.



Notary Public, State of Florida at Large

Personally Known Produced Identification X

12 DENEE'S LICENSE 2260-660-52.089

Type of Identification Produced 2260-113-53-927 RESPANNELY