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ATLANTA, GA 30309
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DIVISION OF CORPORATIONS

PRIME HILL LEGAL & FINANCIAL SERVICES ACCOUNT NO. : 0721000000341A

REFERENCE : 050972 103341A

AUTHORIZATION :

Patricia Pyzik

COST LIMIT : \$ 70.00

ORDER DATE : August 12, 1996

ORDER TIME : 4:05 PM

ORDER NO. : 050972

CUSTOMER NO: 103341A

100001919921

CUSTOMER: Robert Saunooke, Esq
ROBERT SAUNOOKE, ESQ

10460 Roosevelt Boulevard
Suite 303
Saint Petersburg, FL 33716

DOMESTIC FILING

NAME: INDUSTRIAL MEDICAL SERVICES,
INC.

EFFECTIVE DATE:

XX ARTICLES OF INCORPORATION
 CERTIFICATE OF LIMITED PARTNERSHIP

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

 CERTIFIED COPY
XX PLAIN STAMPED COPY
 CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Victoria L. Perez

EXAMINER'S INITIALS:

624-
W96 - 16860

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
96 AUG 13 AM 9:30

8/16/96



FLORIDA DEPARTMENT OF STATE
Sandra B. Morthum
Secretary of State

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SECRETARY OF STATE
DIVISION OF CORPORATIONS

96 AUG 13 AM 9:30

August 13, 1996

CSC NETWORKS
1201 HAYS STREET
TALLAHASSEE, FL 32301

SUBJECT: INDUSTRIAL MEDICAL SERVICES, INC.
Ref. Number: W96000016860

RESUBMIT

Please give original
submission date as file date.

We have received your document for INDUSTRIAL MEDICAL SERVICES, INC.
and the authorization to debit your account in the amount of \$70.00. However,
the document has not been filed and is being returned for the following:

The document must include original signatures.

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) 487-6973.

Claretha Golden
Document Specialist

Letter Number: 696A00038410

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ARTICLES OF INCORPORATION

OF

INDUSTRIAL MEDICAL SERVICES, INC.

The undersigned natural persons, each more than twenty-one years of age, hereby establish a business corporation pursuant to the statutes of Florida and adopt the following Articles of Incorporation:

ARTICLE I

The name of the Corporation is INDUSTRIAL MEDICAL SERVICES, INC.

ARTICLE II

The Corporation shall have perpetual existence.

ARTICLE III

The nature, objects and purposes of the business to be transacted, promoted or carried on by the Corporation are to engage in any lawful act or activity for which corporations may be organized under the laws of the State of Florida, including but not limited to the development and marketing of any and all products authorized by law in the State of Florida throughout the United States.

In furtherance of the foregoing purpose, the Corporation shall have and may exercise all of the rights, powers and privileges now or hereafter conferred upon business corporations organized under the laws of Florida. In addition, it may do everything necessary, suitable or proper for the accomplishment of any of its corporate purposes.

The Corporation may conduct part or all of its business in any part of Florida, of the United States, or of the world. It may hold, purchase, mortgage, lease and convey real and personal property in any such places.

ARTICLE IV

The aggregate number of shares which the Corporation shall have authority to issue is one-hundred thousand (500,000). Each share shall have no par value. All of the stock of the Corporation shall be of the same class, common.

The preferences, limitations and relative rights of each class of shares, and the express grant of authority to the Board of Directors to amend these Article of Incorporation to divide the Stock into series, to establish and modify the preferences, limitations and relative rights of each share of Stock, and to otherwise impact the capitalization of the corporation, subject to certain limitations and procedures and as permitted by Florida law, are as follows:

1. Voting Rights. Each shareholder of record shall have one (1) vote for each share of stock standing in his name on the books of the Corporation and entitled to vote on each matter detailed in the By-Laws of the corporation. Cumulative voting shall not be allowed in the election of directors or for any other purpose.

2. Partial Liquidation. The Board of Directors may from time to time distribute to the shareholders in partial liquidation, out of stated capital or capital surplus of the Corporation a portion of its assets, in cash or property, subject to the limitations contained in the statutes of Florida.

3. Liquidation Rights. After payment or provision for payment of the debts and other liabilities of the corporation, upon any voluntary or involuntary liquidation, dissolution or winding up of the affairs of the corporation, the holders of Common Stock then outstanding shall be entitled to receive all of the assets and funds of the corporation remaining and available for distribution. Such assets and funds shall be divided among and paid to the holders of Common Stock, on a pro-rata basis, according to the number of shares of Common Stock held by them.

The Corporation shall not commence business until consideration of the value of at least One Thousand Dollars (\$1,000) has been received for the issuance of shares.

4. Stated Value of Shares. Shares of the Corporation not having a par value shall be issued for such consideration expressed in dollars as may be fixed from time to time by the vote of directors.

ARTICLE V

Registered Office and Agent. The name and address of the initial registered agent and the initial registered office of the Corporation are:

Agent: Robert O. Saunooke
Office: 13700 58th Street North
Suite 208
Clearwater, Florida 34620

ARTICLE VI

Principal Office. The principal office and mailing address of the corporation shall be as follows:

1971 West Lumden
Suite 104
Brandon, Florida 33511

ARTICLE VII

The Initial Board of Directors shall consist of the following:

<u>Name</u>	<u>Address</u>
Timothy Ray Schuman Director	604 South 68th Street Tampa, Florida 33619
Gilberto Canchani Director	8102 North Sheldon Road Suite 1306 Tampa, Florida 33615
Charles Eric Flynn Director	15505 Bruce B. Downs Suite 3305 Tampa, Florida 33647
Geoffrey M. Saunooke Director	1935 Tinker Drive Lutz, Florida 33549

ARTICLE VIII

No director of this corporation shall have any personal liability to this corporation or its shareholders for monetary damages for breach of his/her fiduciary duty owed to the corporation or its shareholders; except that, in no case is the liability of a director eliminated in the following manner and under the following circumstances:

(i) For any breach of the director's duty of loyalty to the corporation or its shareholders;

(ii) For acts or omissions not in good faith or which involve intentional misconduct or a knowing violation of the law;

(iii) For any transaction from which the director derives an improper personal benefit.

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ARTICLE IX


96 AUG 13 AM 9:30

The name and address of the incorporators are shown below.

Geoffrey M. Saunooke 1935 Tinker Drive
Lutz, Florida 33549

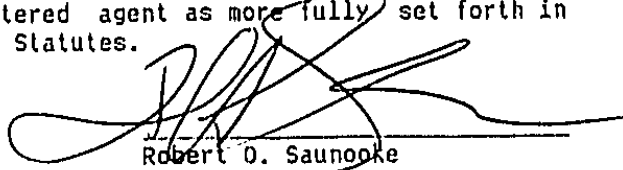
Under the penalty of perjury, the undersigned declares that they have examined these Articles and to the best of their knowledge and belief, they are true, correct and clear. These Articles of Incorporation executed this 12th day of July, 1996.

INCORPORATORS:


Geoffrey M. Saunooke
1935 Tinker Drive
Lutz, Florida 33549

REGISTERED AGENT ACKNOWLEDGMENT

The undersigned, being named to accept service of process for the above stated corporation at the place designated below, hereby accepts and agrees to act in this capacity, and to comply with the provisions of all statutes relative to the performance of the duties of a registered agent as more fully set forth in Sections 607.0501 Florida Statutes.


Robert O. Saunooke
13700 58th Street North
Suite 208
Clearwater, Florida 34620