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October 10, 1996

Florida Department of State
Division of Corporations
Post Office Box 6327
Tallahassee, FL 32314

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RE: MORGAN CREEK MEDICAL CORPORATION

Dear Sir or Madame:

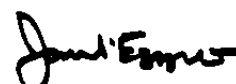
Enclosed please find an original and one copy of the Articles of Incorporation of MORGAN CREEK MEDICAL CORPORATION. Please file same and have the copy certified and returned to me in the enclosed, postage paid envelope.

In payment of filing charges, we enclose our firm check in the amount of \$122.50, which represents payment of the following items:

Filing fee for Articles of Incorporation	\$ 35.00
Certified copy of Articles of Incorporation	52.50
Designation of Registered Agent	35.00
<u>TOTAL</u>	<u>\$ 122.50</u>

Thank you for your assistance in this matter.

Very truly yours,


James S. Eggert

JSE/mg
Enclosures



FILED
96 OCT 14 PM 2:22
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLES OF INCORPORATION
OF
MORGAN CREEK MEDICAL CORPORATION

FILED
96 OCT 14 PM 2:22
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: MORGAN CREEK MEDICAL CORPORATION.

ARTICLE II - Principal Office

The principal place of business and mailing address of the Corporation shall be: 5817 Erhardt Drive, Riverview, Florida 33569, subject to change and relocation by the Board of Directors.

ARTICLE III - Capital Stock

The capital stock of this Corporation shall be 10,000 shares of common stock having a par value of \$1.00 per share.

ARTICLE IV - Registered Office

The street address of the initial registered office of the Corporation is 5817 Erhardt Drive, Riverview, Florida 33569, and the name of the initial registered agent at such address

is Michael Starmer.

ARTICLE V - Incorporator

The name and address of the incorporator is: Michael Starmer, 5817 Erhardt Drive,
Riverview, Florida 33569


IN WITNESS WHEREOF, the undersigned has executed these Articles of Incorporation on
this 10 day of October, 1996.


MICHAEL STARMER

STATE OF FLORIDA

COUNTY OF HILLSBOROUGH

The foregoing instrument was acknowledged before me this 10th day of
October, 1996, by MICHAEL STARMER, who is personally known to me.


Signature of Notary Public
MY COMMISSION # CO 381882
EXPIRES: April 5, 1998
Resident Third Party Public Underwriters

Notary Public's Name Printed
State of Florida at Large
My Commission Expires:

ACCEPTANCE

Having been named as Registered Agent and to accept service of process for
MORGAN CREEK MEDICAL 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.


MICHAEL STARMER