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December 4, 1996

GEORGE J. MITAR
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FAX (941) 334-3039

Secretary of State
Corporate Records Bureau
209 East Gaines Street
Post Office Box 6327
Tallahassee, Florida 32314

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RE: Med Max Recovery, Incorporated

Gentlemen:

Enclosed please find the original and one copy of the proposed Articles of Incorporation for Med Max Recovery, Incorporated. Please approve and file the original and certify the copy for the undersigned. Please forward same to Post Office Box 690, Fort Myers, Florida 33902.

I am enclosing a check made payable to the Secretary of State for charges as follows:

Filing Fee	\$ 35.00
Certified Copy	\$ 52.50
Designation of Registered	
Agent File Fee	\$ 35.00
TOTAL	\$122.50

FILED
1996 DEC -6 PM 1:01
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Thank you for your cooperation and assistance in connection with this matter. Should you have any questions or comments in this regard, please do not hesitate to contact me.

Very Truly Yours,

GOLDBERG, GOLDSTEIN & BUCKLEY

By 
JONATHAN D. CONANT, ESQUIRE

JDC
Enclosure

OTHER OFFICES

CAPE CORAL
(941) 574-5575

PORT CHARLOTTE
(941) 624-2393

NAPLES
(941) 262-4888

SOUTH FORT MYERS
(941) 433-6777

LEHIGH ACRES
(941) 368-6101

BONITA SPRINGS
(941) 495-0003

ARTICLES OF INCORPORATION
OF
MED MAX RECOVERY, INC.

FILED
96 DEC -6 PM 1:01
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The undersigned subscribers to these Articles of Incorporation, being a duly incorporated Florida corporation, competent to contract, hereby forms a corporation for profit under the laws of the State of Florida.

ARTICLE I

NAME: The name of this corporation is Med Max Recovery, Inc., and the address of the principal office is 2281 Main Street, Ft. Myers, FL 33901.

ARTICLE II

NATURE OF BUSINESS: The corporation may engage in any activity or business permitted under the laws of the United States and of this State.

ARTICLE III

CAPITAL STOCK: The maximum number of shares of stock that this corporation is authorized to have outstanding at any one time is Six Hundred (600) shares of ONE DOLLAR (\$1.00) par value common stock. The consideration to be paid for each share shall be fixed by the Board of Directors from time to time.

ARTICLE IV

INITIAL CAPITAL: The amount of capital with which the corporation will begin business is Six Hundred Dollars (\$600.00).

ARTICLE V

TERM OF EXISTENCE: This corporation shall have perpetual existence.

ARTICLE VI

INITIAL REGISTERED AGENT AND OFFICE: The street address of the initial principal office of this corporation is 2281 Main Street, Ft. Myers, FL 33901. The name of the initial registered agent of this corporation is Jonathan D. Conant.

Having been named to accept service of process for Med Max Recovery, Inc., I hereby agree to act in this capacity and I further agree to comply with the provisions of all statutes relative to the proper and complete performance of my duties.

ACCEPTED BY: _____

Jonathan D. Conant

ARTICLE VII

DIRECTORS: The number of Directors shall be Three (3) initially. The number of Directors may be increased or diminished from time to time by the By-Laws adopted by the Shareholders.

ARTICLE VIII

INITIAL DIRECTORS: The names and addresses of the initial Directors, who subject to the By-Laws of the Corporation shall hold office for the first year of existence of this Corporation or until his or her successor is elected and has qualified are:

NAME AND ADDRESS

Jonathan Conant
P.O. Box 690
Ft. Myers, FL 33902

Jerry Ingalls
P.O. Box 1592
Ft. Myers, FL 33902

Ralph Galvan
P.O. Box 1592
Ft. Myers, FL 33902

SUBSCRIBERS: The names and addresses of the Subscribers to these Articles of Incorporation is as follows:

<u>NAME AND ADDRESS</u>	<u>SHARES</u>
Jonathan Conant P.O. Box 690 Ft. Myers, FL 33902	100
Jerry Ingalls P.O. Box 1592 Ft. Myers, FL 33902	100
Ralph Galvan P.O. Box 1592 Ft. Myers, FL 33902	100

ARTICLE IX

EFFECTIVE DATE: These Articles of Incorporation shall be effective upon approval by the Secretary of State of the State of Florida.

ARTICLE 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 Shareholders and approved at a shareholders' meeting by a majority of the stock entitled to vote thereon, unless all of the Directors and all of the Shareholders sign a written statement manifesting their intention that a certain amendment to the Articles of Incorporation be made.

IN WITNESS WHEREOF, we have hereunto set our hands and seals,
acknowledged and filed the foregoing Articles of Incorporation,
under the laws of the State of Florida, this 22 day of November
1996.

96 DEC 8 PM 1:01
FILED
SECRETARY OF STATE
TALLAHASSEE
FLORIDA

[Signature]
Witness

[Signature]
Witness

[Signature]
Witness

a Florida corporation

BY: [Signature] (SEAL)
President

BY: [Signature] (SEAL)
Vice-President

BY: [Signature] (SEAL)
Secretary/Treasurer

State of Florida)

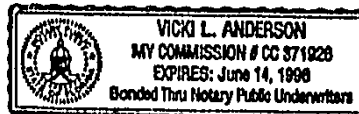
County of Lee)

22nd day of November, 1996, by * [Signature], who ~~is~~ are
personally known to me or [Signature] has produced [Signature]
(type of identification) as identification and who did
take an oath.

[Signature]
Notary Public
Name: Vicki L. Anderson
Certificate No. _____
OR Serial No. CC 371926

My Commission Expires:

06-14-98



(SEAL)

* Jonathan Conant, Jerry Ingalls & Ralph Gannon