

Adrian V. Mesa

ATTORNEY AT LAW

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Department of State
Division of Corporations
P. O. Box 6327
Tallahassee, Florida 32301

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-12/10/96--01004--014
***122.50 ***122.50


RE: PHYSICIANS COMMUNICATION SERVICES, INC.

TO WHOM IT MAY CONCERN:

Enclosed, please find the original and one copy of the Certificate of Incorporation for the above captioned. Please, endorse your approval of the Certificate on the duplicate copy, certify and return to this office.

A check for \$122.50 is enclosed to cover the different fees including filing fee, certified copy of Certificate of Incorporation, Charter tax, and the Certificate of Resident Agent.

Cordially:


Adrian V. Mesa.

DEC 11 1996

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FILED
96 DEC 10 PM 4:41
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

PHYSICIANS COMMUNICATION SERVICES, INC.
ARTICLES OF INCORPORATION

FILED

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BY THESE ARTICLES OF INCORPORATION the incorporator form a corporation
for profit under Florida law.

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

NAME : The name of this corporation is PHYSICIANS COMMUNICATION SERVICES, INC.

TERM: This corporation shall exist perpetually.

PURPOSE: The purpose of this corporation is to transact any or all
lawfull businesses for which corporations may be incorporated under
Chapter 607 Florida Statutes.

CAPITAL STOCK: This corporation is authorized to issue One Hundred
(100) shares of common stock at \$1.00 par value.

ADDRESS: This corporation shall maintain its principal office at
255 Sunrise Drive, Apartment #206 Key Biscayne, Florida 33149. This is the
address of its main office where it shall make its transactions and shall
be open to the public and shall maintain its records.

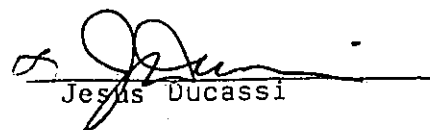
DIRECTORS: This corporation shall have one director initially who is also
the incorporator. The number of directors shall be fixed by the
bylaws and may be changed from time to time.

The name and addres of the initial director and incorporator is as follows:

DIRECTOR	ADDRESS	NO. OF SHARES
Jesus Ducassi	255 Sunrise Drive Apt. 206 Key Biscayne, Fl. 33149	51

REGISTERED AGENT: The initial registered agent is Jesus Ducassi and the
initial registered office is at 255 Sunrise Drive Apt. 206, Key Biscayne
Florida, 33149.

Executed by the incorporator this 30th day of November, 1996.


Jesus Ducassi

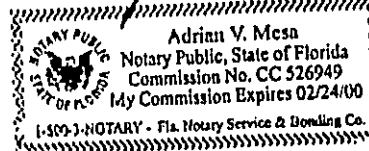
The foregoing instrument was acknowledged before me on this 30th day
of November, 1996.

Adrian V. Mesa

Adrian V. Mesa, Notary Public

My commission expires:

CONSENT OF REGISTERED AGENT



HAVING BEEN named as registered agent of this corporation
at registered office located at 255 Sunrise Drive, Apt. 206 Key Biscayne, Fl.
33149 designated in the foregoing articles of incorporation, the undersigned
accepts the designation

Jesus Ducassi

Jesus Ducassi

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA