



THE COMPANY CORPORATION

1200 N. Market Street • Wilmington, Delaware 19801-1151 • Telephone: (302) 575-0440 • Fax: (302) 575-1346

January 2, 1997

Corporate Records Bureau
Division of Corporations
P.O. Box 6327
Tallahassee, FL 32314

100002078911--U
-02/05/97--01083--016
*****70.00 *****70.00

RE: Valley Medical Corporation
P9330649VAKUM

Dear Sir or Madam:

Enclosed please find Articles of Incorporation (and related documents, if appropriate) and our check in the amount of \$70.00 for Valley Medical Corporation

Please file at your earliest convenience and return confirmation to my attention at the address which is listed above.

Please feel free to contact our Non Delaware Filings Department with questions regarding the enclosed, (302) 575-0440, Ext. 7003.

Very truly yours,

R. Cephas
Regina Cephas
Vice President

enc.

FILED
97 FEB -5 AM 11:16
SECRETARY OF STATE
TALLAHASSEE FLORIDA

ARTICLES OF INCORPORATION
OF
Valley Medical Corporation

97 FEB -5 AM 11:16
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

FILED

The undersigned natural person(s), of the age of 21 or more, acting to form a corporation under the corporate laws of the state of Florida do hereby certify the following:

- FIRST: The name of the corporation will be Valley Medical Corporation.
- SECOND: The address of the initial registered office of the corporation is 200 - A John Knox Road, Tallahassee, FL 32303-6643.
The name of agent at said address is Larry Wolfe.
- THIRD: The principal address of the corporation is 4912 Panorama Ct.
Bakersfield, CA 93306.
- FOURTH: The purpose for which this corporation is organized shall be to engage in any lawful act or activity for which corporations may be organized under the Florida Business Corporations Act.
- FIFTH: The total authorized stock of this corporation is divided into 100 shares at no par value.
- SIXTH: The number of directors constituting the initial board of directors is one, and the name(s) and address(es) who will serve as director(s) until the first annual meeting of shareholders or until their successors are as follows:

Vinod Kumar - 4912 Panorama Ct.
Bakersfield, CA 93306.
- SEVENTH: The duration of this corporation is perpetual.
- EIGHT: This is a Close Corporation.
- NINTH: The name(s) and address(es) of the person(s) who are to act as incorporator(s) are as follows:

Alison Kochie - 1313 N. Market Street
Wilmington, DE 19801.

We (I), the undersigned, being all the incorporators of the corporation identified above, declare that we have examined the foregoing this 29th day of January 1997.

State of Delaware


County of New Castle

THE FOREGOING instrument was acknowledged and sworn to before me this 29th day of January, 1997, Alison Kochie.

SUSAN M. GRIFFIN
NOTARY PUBLIC - STATE OF DELAWARE
MY COMMISSION EXPIRES OCT. 6, 2000


Notary Public

This document was prepared by, Alison Kochie, 1313 Market Street,
Wilmington, DE 19801 (302) 575-0440

CERTIFICATE DESIGNATING PLACE OF BUSINESS OR DOMICLE FOR THE SERVICE
OF PROCESS WITHIN FLORIDA, NAMING AGENT UPON PROCESS MAY BE SERVED.

In compliance with Section 607.1507, Florida Statutes, the following is submitted:

First, this Valley Medical Corporation desiring to
organize under the laws of the state of Florida with its principal place of business located in the
city of Bakersfield, CA, ~~State of Florida~~, has named Larry Wolfe
located at 200 - A John Knox Road, Tallahassee FL 32303-6643 as its agent for service of
process within Florida.

Having been named to accept service of process for the above stated corporation, at the
place designated in this Certificate, 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.



Larry Wolfe

1/29/97

Date

FILED
97 FEB -5 AM 11:16
SECRETARY OF STATE
TALLAHASSEE FLORIDA