CONTACT: OFFICE USE ONLY Document UCC FILING & SEARCH SERVICES, INC. (Requestor's Name) 526 EAST PARK AVENUE (Address) TALLAHASSEE FL 32301 (904) 681-6528 OFFICE USE ONLY (Phone #) (City, State, Zip) CORPORATION NAME(S) & DOCUMENT NUMBER(S) (if known): 15104 21 Management Services, (Corporation Name) (Document #) (Corporation Name) (Document #) (Corporation Name) (Document #) Certified Copy Walk In Pick Up Time Certificate of Status Mail Out Certificate of Good Standing Will Wait ARTICLES ONLY Photocopy ALL CHARTER DOCS NEW FILINGS AMENDMENTS V |Profit Certificate of FICTITIOUS NAME Amendment NonProfit Resignation of R A, Officer/Director Limited Liability FICTITIOUS NAME SEARCH Change of Registered Agent Domestication Dissolution/Withdrawal Other CORP SEARCH Merger OTHER FILINGS REGISTRATION/QUALIFICATION HOLD FOR PICKUR BY Annual Report Foreign Limited Partnership Fictitious Name UCC SERVICES
B. REGISTER MAR 2 6 1997 Name Reservation Reinstatement Trademark Examiner's Initials Other

ARTICLES OF INCORPORATION OF VISION 21 MANAGEMENT SERVICES, INC.

The undersigned, acting as incorporator of a Florida corporation under the Florida Business Corporation Act, Chapter 607 of the Florida Statutes, hereby adopts the following Articles of Incorporation for such Corporation:

ARTICLE I NAME

The name of the Corporation is VISION 21 MANAGEMENT SERVICES, INC.

ARTICLE II PRINCIPAL OFFICE AND MAILING ADDRESS

The address of the Corporation's principal office is 7209 Bryan Dairy Road, Largo, Florida and the mailing address of the Corporation is 7209 Bryan Dairy Road, Largo, Florida 34647.

ARTICLE III PURPOSE

The Corporation is organized for the purpose of transacting any and all lawful business for which corporations may be incorporated under the laws of Florida.

ARTICLE IV CAPITAL STOCK

The Corporation is authorized to issue 10,000 shares of common stock, \$.01 par value per share.

ARTICLE V INITIAL REGISTERED AGENT AND OFFICE

The name of the initial registered agent of the Corporation and the street address of the initial registered office of the Corporation are as follows:

Name
Address

Darrell C. Smith

101 East Kennedy Boulevard
Suite 2800
Tampa, Florida 33602

ARTICLE VI INITIAL BOARD OF DIRECTORS

The Corporation shall have initially two (2) directors to hold office until the first annual meeting of shareholders and until their successors have been elected and qualified, or until their earlier resignation, removal from office or death. The number of directors may be either increased or decreased from time to time in accordance with the Bylaws of the Corporation. The names and addresses of the initial directors of the Corporation are:

Theodore N. Gillette 7209 Bryan Dairy Road Largo, Florida 34647

Richard L. Sanchez
7209 Bryan Dairy Road
Largo, Florida 34647

ARTICLE VII INCORPORATOR

The name and address of the person signing these Articles as Incorporator are:

Name Address

Darrell C. Smith 101 East Kennedy Boulevard Suite 2800

Tampa, Florida 33602

ARTICLE VIII INDEMNIFICATION

The Corporation shall indemnify any person who is or was a Director, Officer, employee, or agent of the Corporation or was serving at the request of the Corporation as a Director, Officer, employee, or agent of another corporation, partnership, joint venture, trust, or other enterprise, to the fullest extent permitted by law.

IN WITNESS WHEREOF, the undersigned has executed these Articles of Incorporation this 246 day of March, 1997.

Darrell C. Smith, Incorporator

Lelc. A

CERTIFICATE OF DESIGNATION REGISTERED AGENT/REGISTERED OFFICE

Pursuant to the provisions of Section 607.0501, Florida Statutes, the undersigned corporation, organized under the laws of the State of Florida, submits the following statement in designating the registered office/registered agent, in the State of Florida.

- 1. The name of the corporation is Vision 21 Management Services, Inc.
- 2. The name and address of the registered agent and office is:

Darrell C. Smith 101 East Kennedy Boulevard Suite 2800 Tampa, Florida 33602

SIGNATURE: TITLE:

HILL.

DATE:

Incorporator

March 24 1997

HAVING BEEN NAMED AS REGISTERED AGENT AND TO ACCEPT SERVICE OF PROCESS FOR THE ABOVE STATED CORPORATION AT THE PLACE DESIGNATED IN THIS CERTIFICATE, 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 OBLIGATION OF MY POSITION AS REGISTERED AGENT.

SIGNATURE:

Darrell C. Smith

DATE:

March <u>24</u>, 1997