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PREMIER MEDICAL RESOURCES, INC.

3683 SAPPHIRE LANE
PALM HARBOR, FLORIDA 34684

FRANCIS J. CONNELLY, PRESIDENT

(813) 869-4081

May 1, 1997

Department of State
Division of Corporations
P.O. Box 6327
Tallahassee, Florida 32314

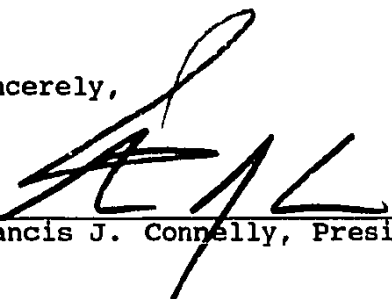
Re: Incorporation of Premier Medical Resources, Inc.

Enclosed are the original and one (1) copy of the articles of incorporation for the above-named proposed Florida corporation. Also enclosed is a check in the amount of \$122.50, representing the fees for filing and a certified copy.

Thank you for your assistance in this matter.

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Sincerely,



Francis J. Connelly, President

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLES OF INCORPORATION
OF
"PREMIER MEDICAL RESOURCES, Inc."

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ARTICLE I. CORPORATE NAME

The name of the corporation is Premier MEDICAL RESOURCES, Inc..

ARTICLE II. PRINCIPAL OFFICE

The principal place of business and mailing address of this corporation are 3683 Sapphire Lane, Palm Harbor, Florida 34684.

ARTICLE III. CAPITAL STOCK

The number of shares of stock that this corporation is authorized to have outstanding at any one time is 100,000 shares.

ARTICLE IV. INITIAL REGISTERED AGENT AND OFFICE

The name and address of the initial registered agent is Christopher G. Frey, Esq., Baggish & Frey, Attorneys at Law, 2651 McCormick Drive, Suite 110, Clearwater, Florida 34619.

ARTICLE V. INCORPORATORS

The name(s) and street address(es) of the incorporators to these articles of incorporation are Francis J. Connelly, 3683 Sapphire Lane, Palm Harbor, Florida 34684.

ARTICLE VI. BOARD OF DIRECTORS & OFFICERS

The names and addresses of the first Board of Directors are as follows:

Francis J. Connelly
3683 Sapphire Lane
Palm Harbor, Florida 34684

The names and addresses of the initial Officers are as follows:

President & Treasurer:	Francis J. Connelly 3683 Sapphire Lane Palm Harbor, Florida 34684
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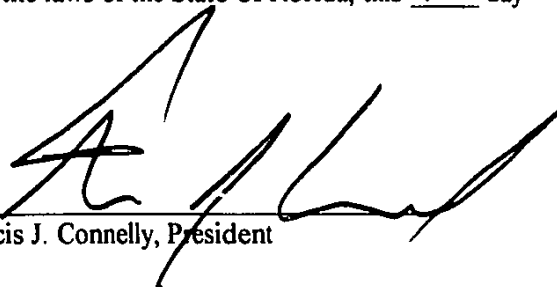
ARTICLE VII. SUBCHAPTER "S" ELECTION

It is the intention of the incorporator of this corporation that the first Board of Directors adopt the Plan Under Section 1244 of the Internal Revenue Code allowing a limited ordinary loss to individuals for loss of stock of a "Small Business Corporation" which qualifies under the Code.

ARTICLE VIII. COMMENCEMENT

The corporation shall commence its existence upon receipt of these Articles of Incorporation by the Secretary of State.

IN WITNESS WHEREOF, I have hereunto set my hand and seal and acknowledged and filed the foregoing Articles of Incorporation under the laws of the State of Florida, this 1st day of May, 1997.


Francis J. Connelly, President

CERTIFICATE DESIGNATING PLACE OF BUSINESS OR DOMICILE FOR SERVICE OF PROCESS WITHIN THIS STATE NAMING AGENT UPON WHOM SERVICE OF PROCESS MAY BE MADE

In pursuance of Chapter 48.091, Florida Statutes, the following is submitted in compliance with said Act:

That Premier Medical Resources, Inc., desiring to organize under the laws of the State of Florida, with its principal offices as indicated in the Articles of Incorporation at:

3683 Sapphire Lane, Palm Harbor, Florida 34684.


has named

Christopher G. Frey, Esq.
Baggish & Frey, Attorneys at Law
2651 McCormick Drive, Suite 110
Clearwater, Florida 34619

as its agent to accept service of process within this State.

ACKNOWLEDGMENT

Having been named to accept service of process for the above stated corporation at the place designated in this certificate, I hereby accept to act in this capacity and agree to comply with the provisions of said Act relative to keeping open said office.

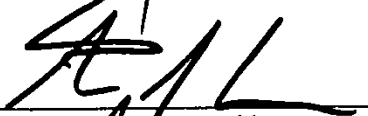

Christopher G. Frey


SWORN TO AND SUBSCRIBED before me this 1st day of May, 1997.




Notary Public - State of Florida
My Commission Expires:

The undersigned have executed these articles of incorporation on the 1st day of May, 1997.


Francis J. Connelly, President


Francis J. Connelly, Treasurer

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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TALLAHASSEE, FLORIDA

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