

P 970000 46032

WILLIAM M. STERN

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May 20, 1997

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****122.50 ****122.50

Department of State
Corporation Division
Post Office Box 6327
Tallahassee, Florida 32301

Re: RN ADVANTAGE, INC.

RECEIVED
5-20-97

Dear Sir:

FILED
97 MAY 22 PM 12:06
TALLAHASSEE, FLORIDA

Enclosed herewith please find original and one copy of the Articles of Incorporation in regard to the above corporation, which designate the initial Registered Agent in Article IV.

Also, enclosed is a check in the amount of \$122.50 covering the following:

Filing Fee \$5.00
Filing Fee for Registered Agent . . 35.00
Cost of Certified Copy 52.50

Would you please send the certified copy directly to the undersigned?

Thank you for your cooperation.

Very truly yours,



William M. Stern

WMS/dlc
enclosures

P. CHESNAY MAY 23 1997

ARTICLES OF INCORPORATION

OF

RN ADVANTAGE, INC.

61 ADVANTAGE
5-20-97

ARTICLE I: NAME

The name of this corporation is RN ADVANTAGE, INC.

ARTICLE II: DURATION

This corporation shall exist perpetually, commencing on the date of execution and acknowledgment of these Articles of Incorporation.

ARTICLE III: PURPOSE

This corporation is organized for the purpose of engaging in any and all activities or business permitted under the laws of the State of Florida and the United States of America.

ARTICLE IV: CAPITAL STOCK

Initial Issue. Seven Thousand Five Hundred (7,500) shares of stock of the corporation shall be issued for cash or notes at a value of \$1.00 per share.

ARTICLE V: PRINCIPAL OFFICE AND REGISTERED AGENT

The address of the principal office of this corporation is 145 Margate Mews, Longwood, FL 32779 and the name of the registered agent of this corporation is Judy Hartstein.

ARTICLE VI: INITIAL BOARD OF DIRECTORS

This corporation shall have one Director initially. The number of Directors may be either increased or decreased from time to time by the By-Laws of the corporation, but shall never be less than one (1). The name and address of the Directors of this corporation until the first annual meeting of the Shareholders or until their successor(s) be elected and qualified are as follows:

JUDY HARTSTEIN

ARTICLE VII: INDEMNIFICATION

The corporation shall indemnify any officer or director, or any former officer of director, to the fullest extent permitted by law.

FILED
97 MAY 22 PM 12:07
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLE VIII: INCORPORATOR

The name and address of the person signing these Articles of Incorporation is:

JUDY HARTSTEIN
145 Margate Mews
Longwood, FL 32779

ARTICLE IX: PREEMPTIVE RIGHTS

The Shareholders of the corporation shall have preemptive rights to acquire their prorata share of stock of the corporation for all issues of any class of stock of the corporation, no matter when authorized, and for whatever consideration is contemplated to be received by the corporation, including but not limited to cash, other property, services, the acquisition of other corporations' shares or property through merger or the extinguishment of debts. Preemptive rights shall apply to the reissuance of all redeemed or otherwise acquired shares, including the reissuance of treasury shares.

IN WITNESS WHEREOF, the undersigned subscriber has executed these Articles of Incorporation on this 20th day of May, 1997.

Judy Hartstein
JUDY HARTSTEIN
Incorporator/Subscriber

STATE OF FLORIDA
COUNTY OF ORANGE

The foregoing instrument was acknowledged before me this 20th day of May, 1997, by JUDY HARTSTEIN Incorporator of RN ADVANTAGE, INC., a Florida corporation, on behalf of the Corporation. He/She is personally known to me or has produced FLDL H632-425-55-867 as identification.

William Stern
Notary Public - State of Florida
My commission expires:



WILLIAM STERN
My Commission C0835415
Expires Feb. 28, 2000

ACCEPTANCE OF DESIGNATION
OF REGISTERED AGENT

I HEREBY CERTIFY that I accept the designation of Registered Agent of RN ADVANTAGE, INC., a corporation formed and existing under the laws of the State of Florida.

The designated registered office of RN Advantage, Inc. is 145 Margate Mews, Longwood, FL 32779.

DATED this May 20, 1997.

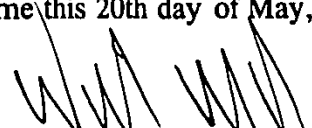

JUDY HARTSTEIN, Director

FILED
97 MAY 22 PM 12:07
TALLAHASSEE, FLORIDA

STATE OF FLORIDA
COUNTY OF ORANGE

BEFORE ME, the undersigned authority, this day personally appeared JUDY HARTSTEIN, well known to me to be the person described herein and who certified before me that he accepts the designation of Registered Agent of this Corporation.

SWORN TO and subscribed before me this 20th day of May, 1997.



Notary Public - State of FL
My Commission Expires:



WILLIAM M STERN
My Commission CC635415
Expires Feb. 29, 2000