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Medical & Business Institute, Inc.
2186 Park Ave.
Orange Park, FL 32073

Office Use Only

CORPORATION NAME(S) & DOCUMENT NUMBER(S), (if known):

1. Medical & Business Institute, Inc.
(Corporation Name) (Document #)
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NEW FILINGS	
<input checked="" type="checkbox"/>	Profit
<input type="checkbox"/>	NonProfit
<input type="checkbox"/>	Limited Liability
<input type="checkbox"/>	Domestication
<input type="checkbox"/>	Other

AMENDMENTS	
<input type="checkbox"/>	Amendment
<input type="checkbox"/>	Resignation of R.A., Officer/ Director
<input type="checkbox"/>	Change of Registered Agent
<input type="checkbox"/>	Dissolution/Withdrawal
<input type="checkbox"/>	Merger

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OTHER FILINGS	
<input type="checkbox"/>	Annual Report
<input type="checkbox"/>	Fictitious Name
<input type="checkbox"/>	Name Reservation

REGISTRATION/ QUALIFICATION	
<input type="checkbox"/>	Foreign
<input type="checkbox"/>	Limited Partnership
<input type="checkbox"/>	Reinstatement
<input type="checkbox"/>	Trademark
<input type="checkbox"/>	Other

FILED
97 JUL -7 PM 12:24
STATE
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Dmc 7-8-97

ARTICLES OF INCORPORATION

FILED

97 JUL -7 PM12:24

OF

MEDICAL & BUSINESS INSTITUTE, INC.

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The undersigned, a natural person competent to contract, does hereby make, subscribe and file these Articles of Incorporation for the purpose of organizing a corporation under the laws of the State of Florida.

ARTICLE I

CORPORATE NAME

The name of the Corporation shall be: Medical & Business Institute, Inc.

ARTICLE II

NATURE OF CORPORATE BUSINESS AND POWERS

The general nature of the business to be transacted by this Corporation shall be to engage in any and all lawful business permitted under the laws of the United States and the State of Florida.

ARTICLE III

CAPITAL STOCK

The maximum number of shares of stock that this Corporation is authorized to issue and have outstanding at any one time shall be one thousand (1,000) shares of common stock having a par value of one (\$1.00) dollar per share.

ARTICLE IV

TERMS OF EXISTENCE

This Corporation shall have perpetual existence.

ARTICLE V

INITIAL REGISTERED OFFICE IN FLORIDA

The Registered Agent and the street address of the initial Registered Office of this Corporation in the State of Florida shall be:

Michelle C. Frigola - 5340 N. Federal Hwy., Suite 104, Lighthouse Point, Florida 33064.

ARTICLE VI

BOARD OF DIRECTORS

This Corporation shall have one (1) Director initially. The number of Directors may be increased from time to time by By-Laws adopted by the stockholders, but shall never be less than one (1).

ARTICLE VII

INITIAL DIRECTORS

The name and address of the initial Director of this Corporation is: Louis M. Wangberg, 5340 N. Federal Hwy., Suite 104, Lighthouse Point, Florida 33064.

The person named as initial Director shall hold office for the first year of existence of this Corporation, or until their successor is elected or appointed and has qualified, whichever occurs first.

ARTICLE VIII

INCORPORATOR

The name of the person signing these Articles of Incorporation as the Incorporator is Louis M. Wangberg, and his street address is 5340 N. Federal Hwy., Suite 104, Lighthouse Point, Florida 33064.

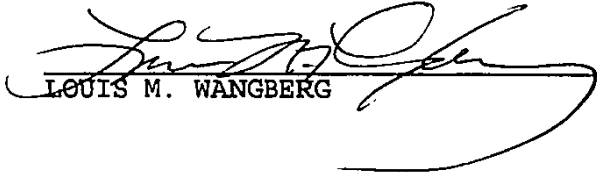
ARTICLE IX

INDEMNIFICATION

The Corporation shall, to the fullest extent permitted by Florida Statutes 607.014, as the same may be amended or supplemented, indemnify any

and all persons whom it shall have the power to indemnify pursuant to said Section 607.014, as the same may be amended or supplemented.

IN WITNESS WHEREOF, the undersigned Incorporator has executed the foregoing Articles of Incorporation of Medical & Business Institute, Inc. 25th day of June, 1997.

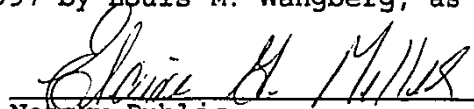

LOUIS M. WANGBERG

STATE OF FLORIDA

S.S.

COUNTY OF DUVAL

The foregoing instrument was acknowledged before me on this 25th day of June, 1997 by Louis M. Wangberg, as Incorporator.


Notary Public

(SEAL)



My Commission Expires: April 7, 1998

CERTIFICATE DESIGNATING RESIDENT AGENT
AND OFFICE FOR SERVICE OF PROCESS


FILED

97 JUL -7 PM 12:24

MEDICAL & BUSINESS INSTITUTE, INC., a Corporation existing under the law
State of Florida with its principal office at 5340 N. Federal Hwy., Suite
104, Lighthouse Point, Florida 33064, has named Michelle C. Frigola, whose a
is 5340 N. Federal Hwy., Suite 104, Lighthouse Point, Florida 33064., as
its agent to accept service of process within the State of Florida.

ACCEPTANCE:

Having been named to accept service of process for the above named
Corporation, at the place designated in this Certificate, I hereby accept
the appointment as Resident Agent, and agree to comply with all applicable
provisions of law.


MICHELLE C. FRIGOLA