



THE UNITED STATES
CORPORATION
COMPANY

P970000677020

ACCOUNT NO. : 072100000032

REFERENCE : 519578 81445B

AUTHORIZATION :

COST LIMIT : \$ 122.50

Patricia Pzyt

ORDER DATE : September 5, 1997

ORDER TIME : 10:51 AM

ORDER NO. : 519578-005

CUSTOMER NO: 81445B

CUSTOMER: Mr. Jerry Paul
BATSEL MCKINLEY ITTERSAGEN &
GUNDERSON, P.A.
18401 Murdock Circle

Port Charlotte, FL 33948

200002286142--9

DOMESTIC FILING

NAME: SUNCOAST SLEEP LABORATORY, INC

EFFECTIVE DATE:

XX ARTICLES OF INCORPORATION
 CERTIFICATE OF LIMITED PARTNERSHIP

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

XX CERTIFIED COPY
 PLAIN STAMPED COPY
 CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Kim Clemons

EXAMINER'S INITIALS:

FILED
97 SEP - 5 PM 1:45
TALLAHASSEE, FLORIDA

6N SEP - 5 1997

ARTICLES OF INCORPORATION

FILED

OF

97 SEP -5 PM 1:45

SUNCOAST SLEEP LABORATORY, INC.

ALLAMUSSE, FLORIDA

The undersigned subscriber to these Articles of Incorporation, a natural person competent to contract, hereby forms a corporation under the laws of the State of Florida.

ARTICLE 1. - NAME AND ADDRESS

The name of this corporation is **SUNCOAST SLEEP LABORATORY, INC.**, a Florida corporation, and the principal office and place of business is located at 2828 S. McCall Road, Suite 25, Englewood, Florida 34223.

ARTICLE 2. - DURATION OF CORPORATION EXISTENCE

This corporation shall exist perpetually.

ARTICLE 3. - PURPOSES

The general purposes for which this corporation is organized include the transaction of any or all lawful business for which corporations may be incorporated under the provisions of Chapter 607, Florida Statutes, as the same now exists or as it may hereafter be changed.

ARTICLE 4. - CAPITAL STOCK

The aggregate number of shares of stock this corporation is authorized to have outstanding at any time is 500 shares of common stock having a par value of \$1.00 per share. There shall be no other type or class of stock.

ARTICLE 5. - ADDRESS AND RESIDENT AGENT

The street address of the initial registered office of this corporation shall be 18401 Murdock Circle, Port Charlotte, Florida, 33948. The name of the initial registered agent at such address is Jerry S. Paul.

ARTICLE 6. - DIRECTORS

This corporation shall have one (1) director initially. The number of directors may be increased or decreased from time to time by bylaws adopted by the shareholders, but shall never be less than one nor more than five.

ARTICLE 7. - INITIAL DIRECTORS

The names and post office addresses of the initial directors are:

David George Cislo

721 Buckskin Court
Englewood, Florida 34223

Donald Wayne Robertson

1055 Bayshore Drive
Englewood, FL 34223

ARTICLE 8. - INCORPORATOR

The names and post office addresses of the incorporators of this corporation are:

David George Cislo

721 Buckskin Court
Englewood, Florida 34223

Donald Wayne Robertson

1055 Bayshore Drive
Englewood, FL 34223

ARTICLE 9. - AMENDMENT

These Articles of Incorporation may be amended in the manner provided by law. Every amendment shall be approved by the Board of Directors, proposed by them to the stockholders and approved at a stockholders' meeting by a majority of the stock entitled to vote thereon, unless all the directors and all the stockholders sign a written statement manifesting their intention that a certain amendment to these Articles of Incorporation be made.

21st IN WITNESS WHEREOF, the undersigned has hereunto subscribed his name and affixed his seal this day of August, 1997.

Signed, sealed and delivered
in the presence of:

Kimberly J. Reedy
Witness

Printed Name: Kimberly J. Reedy

Lori Lathen

Witness
Printed Name: Lori Lathen

Kimberly J. Reedy
Witness

Printed Name: Kimberly J. Reedy

Lori Lathen

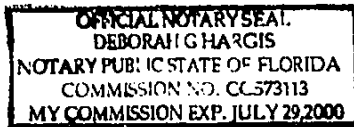
Witness
Printed Name: Lori Lathen

David George Cislo
David George Cislo

Donald Wayne Robertson
Donald Wayne Robertson

STATE OF FLORIDA
COUNTY OF CHARLOTTE

The foregoing instrument was acknowledged before me this 27th day of August 1997, by David George Cislo, who is personally known to me or who has produced _____ as identification and who did (did not) take an oath.



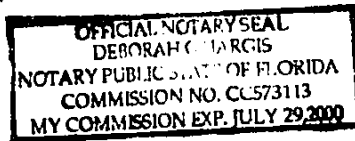
Deborah Hargis
NOTARY PUBLIC

Printed Name: DEBORAH HARGIS

My Commission Expires: 7/29/00

STATE OF FLORIDA
COUNTY OF CHARLOTTE

The foregoing instrument was acknowledged before me this 27th day of August 1997, by Donald Wayne Robertson, who is personally known to me or who has produced _____ as identification and who did (did not) take an oath.



Deborah Hargis
NOTARY PUBLIC

Printed Name: DEBORAH HARGIS

My Commission Expires: 7/29/00

CERTIFICATE DESIGNATING A REGISTERED AGENT AND REGISTERED OFFICE
FOR THE SERVICE OF PROCESS

In compliance with Section 48.091, Florida Statutes, the following is submitted:

SUNCOAST SLEEP LABORATORIES, INC., a Florida corporation, desiring to organize under the laws of the State of Florida with its principal office, as indicated in the articles of incorporation at Port Charlotte, County of Charlotte, State of Florida, has designated Jerry S. Paul, whose street address is 18401 Murdock Circle, Port Charlotte, Florida, as its agent to accept service of process within this state.

ACCEPTANCE

Having been designated as agent to accept service of process for the above-named corporation, at the place stated in this certificate, I hereby agree to act in this capacity and to comply with the provision of said law relative to same.


Registered Agent

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97 SEP -5 PM 1:45
TALLAHASSEE, FLORIDA