K. Rolfe

QCT - 8 1097

Trademark

Other

Examiner's Initials

ARTICLES OF INCORPORATION

The undersigned incorporator(s), for the purpose of forming a corporation under the Florida Business & Corporation Act, hereby adopt(s) the following Articles of Incorporation.

ARTICLE I NAME

The name of the corporation shall be:

PROMED STAFF MANAGEMENT INC.

ARTICLE II PRINCIPAL OFFICE

The principal place of business and mailing address of this corporation shall be:

2980 POINT EAST DRIVE SUR D-602 NORTH MINNI BEACH, FL. 33160 DADE COUNTY, FLORIDA.

ARTICLE III SHARES

The number of shares of stock that this corporation is authorized to have outstanding at any one time is:

(100) ONE HUNDRED.

ARTICLE IV INITIAL REGISTERED AGENT AND STREET ADDRESS

The name and address of the initial registered agent is:

PEDRO OSCAR LUQUE
2980 POINT EAST DRIVE SUITE # 0-620
NORTH MINNI BEACH, FC. 33160

ARTICLE V INCORPORATOR(S)

See instructions for officers/directors

The name(s) and street address(es) of the incorporator(s) to these Articles of Incorporation is(are):

MANUEL ENRIQUE FERNANDEZ, PRESIDENT 425 N.W. 73 AVE. MIAMI, FC: 33126 PEDRO OSCAR LUQUE, VICE PRESIDENT. 2980 POINT EAST DRIVE SUITE #D-602 N. MIAMI BETJEH, FC: 33160.

The undersigned incorporator(s) has(have) executed these Articles of Incorporation this

6th day of DetoBER, 1997.

(An additional article must be added if an effective date is requested.)

Signature

Signature

Notarization is not required

NOTE: Affixing an officer title after a signature of an incorporator does not constitute the designation of officers.

CERTIFICATE OF DESIGNATION OF 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 PROMED STAFF MANAGEMENT IN
2.	The name and address of the registered agent and office is:
	PEDRO OSCAR LUQUE
	2980 POINT EAST DRIVE Suite D-620 = TO
	NORTH MIAMI BEACH, FC. 33/60 STEELS CONTYSTATE/ZP)

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 obligations of my position as registered agent.

Bedry (SKONOVIE) 10-6-97 (DATE)