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TRANSMITTAL LETTER

January 5, 1998

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

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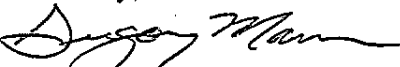
RE: J & G ANIMAS, Inc.

Enclosed are the Articles of Incorporation, for the above referenced Corporation, together with a copy of the Articles and a check in the amount of One Hundred Thirty-One Dollars and Twenty-Five Cents (\$131.25) for the filing fee, certified copy, and certificate. The effective date will be the date of your receipt of the Articles of Incorporation.

I also enclose a self-addressed stamped envelope and a copy of this letter. Please stamp the copy and return it in the enclosed envelope indicating the date of your receipt. Thank you.

FROM: Gregory Mann
729 Elm Tree Lane
Boca Raton, Florida 33486
(561) 362-8394

Sincerely,


Gregory Mann.....

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

CB
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ARTICLES OF INCORPORATION

The undersigned, for the purpose of forming a corporation under the Florida Business Corporation Act, do hereby adopt the following Articles of Incorporation:

ARTICLE 1 - NAME

The name of the Corporation is J & G ANIMAS, Inc.

ARTICLE 2 - PRINCIPAL OFFICE

The principal office of the Corporation is 729 Elm Tree Lane, Boca Raton, Florida 33486.

ARTICLE III - PURPOSES

The general purposes for which the Corporation is organized are the following:

- A. To engage in and transact any lawful business for which corporations may be incorporated under the Florida General Corporation Act. No other purpose limits this general purpose in any way.
- B. To do such other things as are incidental to the purposes of the Corporation or necessary or desirable in order to accomplish them.
- C. To provide consulting services to private not-for-profit institutions for the development and implementation of clinics for hyperbaric and wound care.
- D. To provide nurse practitioner services, which include patient exams and follow-up care.

ARTICLE IV - SHARES

The aggregate number of shares which the Corporation is authorized to issue is 200,000 shares of common stock. Such shares shall be of a single class and shall have no par value.

ARTICLE V - INITIAL REGISTERED AGENT AND STREET ADDRESS

The name and address of the initial registered agent is Patricia Mann, 729 Elm Tree Lane, Boca Raton, Florida 33486.

ARTICLE VI - INCORPORATORS

The name and address of each Incorporator is as follows:

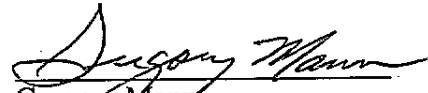
Patricia Mann	729 Elm Tree Lane, Boca Raton, Florida 33486
Gregory Mann	729 Elm Tree Lane, Boca Raton, Florida 33486

ARTICLE VII - AMENDMENT

The Corporation reserves the right to amend or repeal any provisions contained in these Articles of Incorporation or any amendment to them, and any right conferred upon the Shareholders is subject to this reservation.

IN WITNESS WHEREOF, the undersigned have signed these Articles of Incorporation on this 5th day of January 1998.



Patricia Mann


Gregory Mann

ACCEPTANCE OF DESIGNATION
REGISTERED AGENT/REGISTERED OFFICE

I, the undersigned, having been named as registered agent and to accept service of process for the above-stated corporation at the place designated in this statement, 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.

Dated as of January 5, 1998.


Patricia Mann

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA