

P 9800002996

UCC
FILING & SEARCH
SERVICES

UCC FILING & SEARCH SERVICES, INC.
 526 East Park Avenue
 Tallahassee, FL 32301
 (850) 681-6528

HOLD

**FOR PICKUP BY
 UCC SERVICES**

OFFICE USE ONLY (Document #)

654201

FILED
 APR - 1
 SECRETARIAL
 TALLAHASSEE, FL

CORPORATION NAME(S) AND DOCUMENT NUMBER(S) (if known):

Freedom Healthcare Systems

400002475204--6

-04/01/98--11055--016

*****70.00 *****70.00

Please note effective date

Walk In

Pick Up Time

Certified Copy

Mail Out

Certificate of Status

Will Wait

Certificate of Good Standing

Photocopy

RUSH

ARTICLES ONLY

ALL CHARTER DOCS

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

Certificate of FICTITIOUS NAME

FICTITIOUS NAME SEARCH

CORP SEARCH

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

Ordered By: _____

Date: _____

APR 1 1998

Handwritten initials/signature

ARTICLES OF INCORPORATION
OF
FREEDOM HEALTHCARE SYSTEMS, INC.

FILED
98 APR -1 PM 2:21
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLE I.

NAME

The name of this corporation is Freedom Healthcare Systems,
Inc.

ARTICLE II.

PRINCIPAL OFFICE

The principal office of this corporation and the mailing
address of this corporation is 1751 First Avenue North, Suite 600,
St. Petersburg, Florida 33713.

ARTICLE III.

DURATION; EFFECTIVE DATE

This corporation shall exist perpetually, commencing as of
April 1, 1998.

ARTICLE IV.

PURPOSES

This corporation may engage in any activity or business per-
mitted under the laws of the United States of America and of this
State.

ARTICLE V.

CAPITAL STOCK

This corporation is authorized to issue Ten Thousand (10,000) shares of One Dollar (\$1.00) par value common stock.

ARTICLE VI.

REGISTERED OFFICE AND REGISTERED AGENT

The name of the initial Registered Agent of this corporation and the street address of the initial Registered Office are Jeffrey J. Kallan, Esquire, 150 Second Avenue North, Suite 1100, St. Petersburg, Florida 33701. The Registered Agent, by his execution of these Articles of Incorporation as incorporator, accepts the appointment as registered agent and agrees to comply with the provisions of all statutes relative thereto, including the obligations of §607.0501, Florida Statutes.

ARTICLE VII.

INITIAL BOARD OF DIRECTORS

This corporation shall have one (1) director initially. The number of directors may be either increased or decreased from time to time as provided in the Bylaws, but shall never be less than one (1). The name and address of the initial director of this corporation are David F. Jackson, 1751 First Avenue North, Suite 400, St. Petersburg, Florida 33713.

ARTICLE VIII.

INCORPORATOR

The name and address of the person signing these Articles of Incorporation are Jeffrey J. Kallan, Esquire, 150 Second Avenue North, Suite 1100, St. Petersburg, Florida 33701.

ARTICLE IX.

AMENDMENT

This corporation reserves the right to amend or repeal any provisions contained in these Articles of Incorporation, or any amendment hereto, and any right conferred upon the shareholders is subject to this reservation.

ARTICLE X.

BYLAWS

The initial Bylaws shall be adopted by the Board of Directors. The power to alter, amend, or repeal the Bylaws or adopt new Bylaws is vested in the Board of Directors, subject to repeal or change by action of the shareholders.

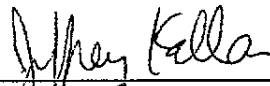
ARTICLE XI.

INFORMAL SHAREHOLDER ACTION

The holders of not less than a majority of the issued and outstanding shares of the voting stock of the corporation may act

by written agreement without a meeting, as provided in Florida Statutes 607.0704 and the Bylaws.

IN WITNESS WHEREOF, the undersigned executes these Articles of Incorporation this 30 day of March, 1998.



Jeffrey J. Kallan

INCORPORATOR

127056

FILED
98 APR -1 PM 2:21
SECRETARY OF STATE
TALLAHASSEE, FLORIDA