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TERESA98 FLORIDA DIVISION OF CORPORATIONS
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((H98000008061 7))

TO: DIVISION OF CORPORATIONS

FAX #: (850)922-4001

FROM: FILINGS, INC.

ACCT#: 072720000101

CONTACT: TERESA ROMAN PHONE: (850)385-6735
(850)561-1025

FAX #:

NAME: PROMEDICAL SERVICES, INC. AUDIT NUMBER.....H98000008061 DOC
TYPE.....FLORIDA PROFIT CORPORATION OR P.A. CERT. OF STATUS..0
PAGES..... 4 CERT. COPIES.....1 DEL.METHOD.. FAX EST.CHARGE..
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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

EFFECTIVE DATE

4-27-98

ARTICLES OF INCORPORATION

OF

PROMEDICAL SERVICES, INC.

ARTICLE I

Name

The name of this corporation is PROMEDICAL SERVICES, INC.

ARTICLE II

Duration

This corporation shall have perpetual existence. The effective date of this corporation shall be April 31, 1998.

ARTICLE III

Purpose

This corporation is organized for the purpose of transacting any or all lawful business.

ARTICLE IV

Capital Stock

This corporation is authorized to issue ONE HUNDRED (100) shares of One Dollar (\$1.00) par value common stock.

ARTICLE V

Pre-Emptive Rights

Every shareholder, upon the sale for cash of any new stock of this corporation of the same kind, class or series as that which he already holds, shall have the right to purchase his pro rata share thereof (as nearly as may be done without issuance of fractional shares) at the price at which it is offered to others.

Prepared by: STEVEN LANDER, ESQ.
313 S.E. 7th Street, Ft. Lauderdale, Fl. 33301
(954)522-1177 Fla. Bar #0066958

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ARTICLE VI

Initial Registered Office and Agent

The street address of the initial registered office of this corporation is 311R NORTHEAST 16TH AVENUE, FORT LAUDERDALE, BROWARD COUNTY, FLORIDA 33301, and the name of the initial registered agent of this corporation at the address is JOHN J. BERNARD.

ARTICLE VII

Principal Business Address

The corporation's principal place of business will be located at 311R NORTHEAST 16TH AVENUE, FORT LAUDERDALE, BROWARD COUNTY, FLORIDA 33301.

ARTICLE VIII

This corporation shall have ~~two~~ (2) directors(s) initially. The number of directors may be either increased or diminished from time to time by the Bylaws but shall never be less than one. The name and address of the initial director(s) of this corporation is:

<u>Name</u>	<u>Address</u>
JOHN J. BERNARD	311R NORTHEAST 16TH AVENUE FORT LAUDERDALE, FLORIDA 33301
JUAN LORIA	311R NORTHEAST 16TH AVENUE FORT LAUDERDALE, FLORIDA 33301

ARTICLE IX

Incorporator

The name and address of the person(s) signing these Articles is:

<u>Name</u>	<u>Address</u>
JOHN J. BERNARD	311R NORTHEAST 16TH AVENUE

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FORT LAUDERDALE, FLORIDA 33301

ARTICLE X

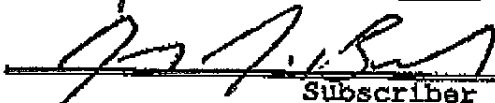
Indemnification

The corporation shall indemnify any officer or director or any former officer or director to the full extent permitted by law.

ARTICLE XI

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

IN WITNESS WHEREOF, the undersigned subscriber(s) has executed these Articles of Incorporation this 22 day of April, 1998.


Subscriber

CERTIFICATE DESIGNATING PLACE OF BUSINESS OR DOMICILE FOR THE SERVICE OF PROCESS WITHIN THIS STATE, NAMING AGENT UPON WHOM PROCESS MAY BE SERVED:

In pursuant of Section 481.91 and Section 607.034(3), Florida Statutes, the following is submitted in compliance with said Sections.

PROMEDICAL SERVICES, INC.

desiring to organize under the laws of the State of Florida, designates as its agent to accept service of process within this State, FLORIDA, with its agent's office as indicated in the Certificate of Incorporation, at the City of FORT LAUDERDALE, County of BROWARD, located at 311R NORTHEAST 16TH AVENUE, 33301.

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ACKNOWLEDGMENT: JOHN J. BERNARD

Having been named to accept service of process forth
above-named corporation, at the place designated in this
Certificate, I hereby accept to act in this capacity, and agree
to comply with the provisions of said Sections relative to
keeping open said office.



Registered Agent

STATE OF FLORIDA

COUNTY OF BROWARD

BEFORE ME, a notary public authorized to take
acknowledgments in the State and County set forth above,
personally appeared JOHN J. BERNARD, known to me and known by me
to be the person(s) who executed the foregoing Articles of
Incorporation, and he acknowledged before me that he executed
those Article of Incorporation.

IN WITNESS WHEREOF, I have hereunto set my hand and
affixed my official seal, in the State and County aforesaid, this
22 day of April, 1998.


Notary Public

my commission expires:

3/23/99

CHERYL FUCHS
Notary Public, State of Florida
My Comm. expires Mar 23, 1999
No. 50446039

CHERYL FUCHS

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

98 APR 30 AM 8:25

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