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May 27, 1998

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Corporate Records Bureau
Division of Corporations
Department of State
P.O. Box 6327
Tallahassee, FL 32301

Re: Articles of Incorporation of TRANS-MED, INC.

Dear Sir:

Enclosed please find the original and one (1) copy of the Articles of Incorporation for this proposed corporation.


Will you kindly endorse your seal of approval of the Certificate of Incorporation, certify, and return the copy to us at your earliest convenience.

A check in the amount of \$70.00 is enclosed for the filing fees.

Thank you for your attention to this matter.

Very truly yours,

LAW OFFICE OF RUSSELL A. MEADE


Malinda L. Louiso
Secretary

Enclosures

APPROVED
AND
FILED
98 JUN -1 AM 8:03
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

B. BROCK JUN 3 1998

APPROVED
AND
FILED
98 JUN -1 AM 8:03
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLES OF INCORPORATION
OF
TRANS-MED, INC.

* * * * *

ARTICLE I -- NAME

The name of this corporation is: TRANS-MED, INC.

ARTICLE II -- DURATION

This corporation shall exist perpetually.

ARTICLE III -- PURPOSE

This corporation is organized for the purpose of any and all lawful businesses for which corporations may be incorporated under the Florida General Corporation Act.

ARTICLE IV -- POWERS

This corporation shall have all of the corporate powers enumerated in the Florida General Corporation Act.

ARTICLE V -- CAPITAL STOCK

This corporation is authorized to issue 1,000 shares of common stock having a par value of one (1) dollar per share.

ARTICLE VI -- PREEMPTIVE RIGHTS

Every shareholder shall have the right to purchase his pro-rata share of any new stock of this corporation of the same kind, class or series as that which he already holds at the price at which it is offered to all other shareholders.

ARTICLE VII -- INITIAL OFFICE AND RESIDENT AGENT

The street address of the initial registered office of this corporation is: 2050 OLD PINE WAY, SARASOTA, FLORIDA 34232, and the name of the initial registered agent of this corporation at that address is: MICHELLE ANNE IERARDI.

ARTICLE VIII -- MANAGEMENT BY SHAREHOLDERS

All corporate powers shall be exercised by or under the authority of, and the business affairs of this corporation shall be managed under the direction, of the shareholders of this corporation, the act of stockholders representing majority of the outstanding shares of the corporation entitled to vote, represented in person or proxy, shall be entitled to one vote in person, or by proxy, for each share of voting stock held by him. A majority of the outstanding shares of the corporation entitled to vote, represented in person or proxy, shall constitute a quorum at any meeting of the stockholders for the management of the business of the corporation.

ARTICLE IX -- INCORPORATOR

The name and address of the person signing these articles is:

MICHELLE ANN IERARDI
2050 OLD PINE WAY
SARASOTA, FL 34232

ARTICLE X -- BY-LAWS

The power to adopt, alter, amend or repeal by-laws shall be vested in the shareholders.

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

TRANS-MED, INC.

Pursuant to Section 48.091, Florida Statutes, the following
is submitted:

That, MICHELLE ANN IERARDI, desiring to organize under the
laws of the State of Florida, with its principal office as
indicated in the Articles of Incorporation, in the City of
SARASOTA, County of SARASOTA, State of Florida, has named
MICHELLE IERARDI, 2050 OLD PINE WAY, SARASOTA, Florida, County of
SARASOTA, State of Florida, as its agent to accept service of
process within the State of Florida.


MICHELLE ANN IERARDI

ACKNOWLEDGMENT

Having been named to accept service of process for the above
named corporation at the place designated in this Certificate, I
hereby accept such appointment and agree to act in this capacity,
and agree to comply with the provisions of law relating to
keeping said office open.


MICHELLE ANN IERARDI

ARTICLE XI -- INDEMNIFICATION

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

ARTICLE XII -- AMENDMENT

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

IN WITNESS WHEREOF, the undersigned subscriber has executed these Articles of Incorporation, this 21 day of MAY, 1998.

Michelle Ann Ierardi
INCORPORATOR

STATE OF FLORIDA

COUNTY OF SARASOTA

BEFORE ME, a Notary Public authorized to take acknowledgements in the state and county set forth above, personally appeared MICHELLE ANN IERARDI, known to me and known by me to be the person signing these Articles of Incorporation, and SHE acknowledged before me that SHE executed these Articles of Incorporation.

SWORN TO AND SUBSCRIBED before me, I have hereunto set my hand and affixed my official seal, in the state and county aforesaid, this 21 day of MAY, 1998.

Renee M. Wing
NOTARY PUBLIC

My Commission Expires:



Renee M. Wing
My Commission CC705997
Expires January 1, 2002

APPROVED
AND
FILED
98 JUN -1 AM 8:03
SECRETARY OF STATE
TALLAHASSEE FLORIDA