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FAXING AVAILABLE
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

June 23, 1997

Corporate Records Bureau
P.O. Box 6327
Tallahassee, FL 32314

re: New Corporation

To Whom it May Concern:

Enclosed please find the following:

1. Original and copy of articles of incorporation for filing
2. Check for \$70

500002574655--8
-06/29/98--01054--003
*****70.00 *****70.00

Please note that the date of commencement is the date of filing of these articles with your office. Please return at your earliest convenience.

Very truly yours,


James Weinstock

A. CHESLER JUN 30 1998

**ARTICLES OF INCORPORATION OF
LINDA S. MILANO & ASSOCIATES, A.R.N.P., P.A.**

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TALLAHASSEE, FLORIDA
SECRETARY OF STATE

Article I - Corporate Name

The name of this corporation is LINDA S. MILANO & ASSOCIATES, A.R.N.P., P.A.

Article II - Duration

This corporation shall have perpetual existence.

Article III - Purpose

This corporation is organized for the purpose of providing nurse practitioner services by licensed nurse practitioners in the state of Florida.

Article IV - Capital Stock

The maximum number of shares of stock that this corporation is authorized to issue and have outstanding at any one time is ONE HUNDRED (100) shares of common stock having a par value of ONE DOLLAR (\$1.00) per share.

Par value shares may be issued only for consideration having a value, in the judgment of the board of directors, at least equivalent to the full par value of the stock to be issued. All shares issued shall be fully paid and nonassessable.

Article V - Initial Registered Office and Agent

The street address of the registered office of this corporation is 2527 Jackson Street, Hollywood, FL 33020 and the name of the initial registered agent of this corporation at that address is Linda S. Milano. The board of directors from time to time may move the registered office to any other address in the State of Florida. The mailing address of the corporation for all other legal purposes shall be P.O. Box 222952, Hollywood, FL 33022.

Article VI - Initial Board of Directors

This corporation shall have one (1) director initially. The number of directors may be either increased or diminished from time to time by the by-laws but shall never be less than one (1). The name and address of the initial director of this corporation is Linda S. Milano at P.O. Box 222952, Hollywood, FL 33022..

The person named as initial director shall hold office for the first year of existence of this corporation or until her successor(s) are (is) elected or appointed and have (has) qualified, whichever comes first.

Article VII - Incorporator

The name and address of the person signing these articles of this corporation is Linda S. Milano at P.O. Box 222952, Hollywood, FL 33022.

Article VIII -- Initial Officers

The initial officers of the corporation are as follows:

Linda S. Milano

President, Secretary, Treasurer

Article IX -- Initial Place of Business

The initial place of business of the corporation is P.O. Box 222952, Hollywood, FL 33022.

Article X - Bylaws

The by-laws of the corporation are to be made, altered, or rescinded by the directors of the corporation under the terms and conditions initially set-forth in the first set of bylaws of the corporation.

Article XI - Amendments to Articles

These articles of incorporation may be amended in the manner provided by law. Every amendment shall be approved by the directors of the corporation, proposed by them to the stockholders and approved at a stockholders' meeting by at least a majority of the stock entitled to vote, unless all of the directors and all of the stockholders sign a written statement manifesting their intention that a certain amendment of these Articles be made.

Article XII - Commencement

The existence of this corporation shall commence on the date of filing of these articles.

* *

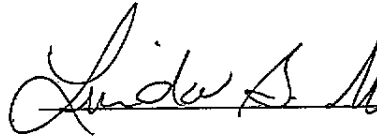
**CERTIFICATE DESIGNATING PLACE OF BUSINESS OR DOMICILE FOR
THE SERVICE OF PROCESS WITHIN THIS STATE, NAMING AGENT
UPON WHOM PROCESS MAY BE SERVED**

Pursuant to Chapter 48.091, Florida Statutes, the following is submitted, in compliance with

said Act. First, that **LINDA S. MILANO & ASSOCIATES, A.R.N.P., P.A.**, desiring to organize under the laws of the State of Florida, with its principal office at 2527 Jackson Street, Hollywood, FL 33020 of the County of Broward, State of Florida, has named Linda S. Milano, located at 2527 Jackson Street, Hollywood, FL 33020 of the County of Broward, State of Florida, as its agent to accept service of process within this state.

Having been named to accept service of process for the above-stated corporation, at the place designated in this certificate, the undersigned hereby accepts to act in this capacity, and agrees to comply with the provisions of said Act relative to keeping open said office.

IN WITNESS WHEREOF, the undersigned has executed these articles of incorporation, this 16 day of June, 1998.



Linda S. Milano
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CLERK OF STATE
TALLAHASSEE, FLORIDA

STATE OF FLORIDA)
COUNTY OF BROWARD) SS

BEFORE ME, a notary public authorized to take acknowledgments in the State and County set forth above, personally appeared LINDA S. MILANO, who testified before me under oath, and who is well known to me, and whom has exhibited Drivers Lic. as identification, and known by me to be the person who executed the foregoing Articles of Incorporation.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed my official seal, in the State and County aforesaid, this 16 day of June, 1998.

My Commission Expires:
My Commission No.:


Notary Public, State of Florida at Large
Carroll J. Wilder
Printed Name of Notary

