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FILED
98 SEP 14 PM 4:13
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

September 11, 1998

P98000080765

(SENT VIA FEDERAL EXPRESS)

Florida Department of State
Division Of Corporations
409 East Gaines Street
Tallahassee, FL 32399

EFFECTIVE DATE
9-11-98

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-09/14/98--01115--018
****122.50 ****122.50

Re: Jacksonville Beach Medical Equipment Leasing Company

Dear Sirs:

I have enclosed for filing two (2) original ARTICLES OF INCORPORATION of JACKSONVILLE BEACH MEDICAL EQUIPMENT LEASING COMPANY. Please file one original of these documents and return a certified original of the Articles receipt stamped to this office in the enclosed self-addressed envelope. Also enclosed is our firm check, in the amount of \$122.50, representing the filing fee.

Please contact our office should you have any questions or concerns. Thank you for your assistance.

Sincerely,


William L. Thompson, Jr.

WLT:bdg

Enclosures
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ARTICLES OF INCORPORATION

OF

JACKSONVILLE BEACH MEDICAL EQUIPMENT LEASING COMPANY

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TALLAHASSEE, FLORIDA

ARTICLE I

NAME

The name of this corporation is "Jacksonville Beach Medical Equipment Leasing Company".

ARTICLE II

EFFECTIVE DATE
9-11-98

NATURE OF BUSINESS

This corporation is organized for the purpose of owning and leasing medical equipment and engaging in and transacting any or all lawful business permitted under the laws of the State of Florida or any other state and of the United States.

ARTICLE III

CAPITAL STOCK

This corporation is authorized to issue One Thousand (1,000) shares of common stock having a par value of One Dollar (\$1.00) per share, which shares shall be and hereby are designated as "Common Shares". Without action by the stockholders, any or all of the authorized shares may be issued by the corporation from time to time for such consideration as may be fixed by the Board of Directors of this corporation.

ARTICLE IV

TERM OF EXISTENCE

The term for which this corporation shall exist shall be perpetual, commencing on the date of execution of these Articles.

ARTICLE V

PRINCIPAL OFFICE OF THE CORPORATION

The principal office of the business of the corporation shall be One Independent Drive, Suite 3131, Jacksonville, Florida 32202.

The Board of directors may, from time to time, change the principal office and mailing address to any other address in Florida.

ARTICLE VI

INITIAL REGISTERED OFFICE AND AGENT

The initial registered office of this corporation in the State of Florida is One Independent Drive, Suite 3131, Jacksonville, Florida 32202, and the name of the initial registered agent of this corporation at that address is William L. Thompson, Jr. The Board of Directors may, from time to time, change the registered agent or move the registered office to any other address in Florida.

ARTICLE VII

INCORPORATOR

The name and address of the Incorporator of this corporation
is:

NAME

ADDRESS

William L. Thompson, Jr.

One Independent Drive
Suite 3131
Jacksonville, FL 32202

ARTICLE IX

BYLAWS

Both the shareholders and the Board of Directors may repeal,
amend or adopt Bylaws for the corporation, pursuant to these
Articles, except that the shareholders may prescribe in any Bylaws
made by them that such Bylaws shall not be altered, repealed or
amended by the Board of Directors.

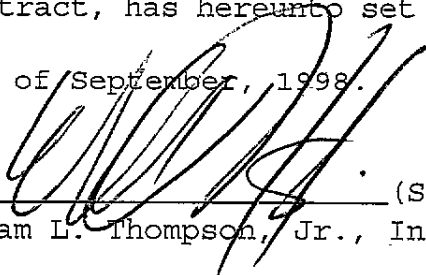
ARTICLE X

AMENDMENTS

These Articles of Incorporation may be amended in the manner
provided by law. Both the shareholders and the Board of Directors
may repeal, amend or adopt Bylaws for the corporation, pursuant to
these Articles, except that the shareholders may prescribe in any

Bylaws made by them that such Bylaw shall not be altered, repealed or amended by the Board of Directors.

IN WITNESS WHEREOF, the undersigned Incorporator, being a natural person competent to contract, has hereunto set his hand and affixed his seal this 11th day of September, 1998.



(SEAL)
William L. Thompson, Jr., Incorporator

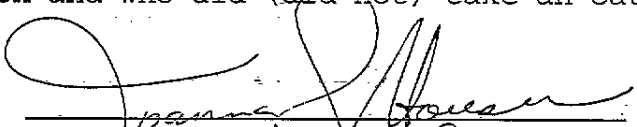
STATE OF FLORIDA
COUNTY OF DUVAL

The foregoing instrument was acknowledged before me this 11th day of September, 1998, by William L. Thompson, Jr., who is personally known to me or who has produced _____ as identification and who did (did not) take an oath.



Joanna G. Houser
MY COMMISSION # CC591906 EXPIRES
October 12, 2000
BONDED THRU TROY FAIR INSURANCE, INC.

(SEAL)



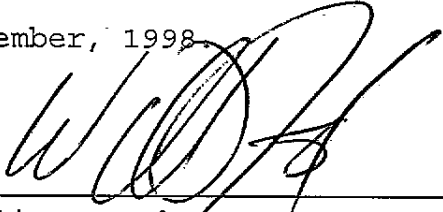
Print Name: Joanna G. Houser
Notary Public, State of Florida
My Commission expires: 10-12-00
Commission Number: 591906

CERTIFICATE OF ACCEPTANCE OF DESIGNATION OF
REGISTERED AGENT OF
JACKSONVILLE BEACH MEDICAL EQUIPMENT LEASING COMPANY

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Pursuant to Sections 48.091 and 607.034, Florida Statutes, undersigned, having been designated as the initial Registered Agent for the service of process within the State of Florida upon Jacksonville Beach Medical Equipment Leasing Company, a corporation organized under the laws of the State of Florida, does hereby accept the appointment as such Registered Agent for the above-named corporation, and does hereby agree to comply with the provisions of Section 48.091(2) relative to keeping open the Registered Office of said corporation, which Registered Office is located at One Independent Drive, Suite 3131, Jacksonville, Florida 32202.

IN WITNESS WHEREOF, I, such designated Registered Agent, have hereunto set my hand and seal at Jacksonville, Duval County, Florida, on this 11th day of September, 1998.



William L. Thompson, Jr.
Registered Agent