

MEDICAL COMPLIANCE SOLUTIONS, INC.

P980000 91454

October 22, 1998

Secretary of State  
Division of Corporations  
P.O. BOX 6327  
Tallahassee, Florida 32314

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-10/27/98--01023--011

\*\*\*\*\*78.75 \*\*\*\*\*78.75

Dear Sir or Madam::

Enclosed please find the necessary documents for the corporate registration of Medical Compliance Solutions, Inc., along with a check in the amount of \$78.75 for filing fee and one certified copy. Also enclosed is a photocopy of these corporate documents. Please return this to me with the filing date stamped on it.

Sincerely,

*Mary Beth Wimmer*  
Mary Beth Wimmer

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SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

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SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

STATE OF FLORIDA  
ARTICLES OF INCORPORATION  
OF  
MEDICAL COMPLIANCE SOLUTIONS, Inc.  
A BUSINESS/STOCK CORPORATION

The name of the corporation is Medical Compliance Solutions, Inc., 2775 Brookwood Road, Orange Park Florida, 32073.

The duration of the corporation is perpetual.

The corporation has been organized to transact any and all lawful business for which corporations may be incorporated in this state.

The aggregate number of shares which the corporation shall have the authority to issue is 100 and the par value of each shall be no par value.

The number of Directors constituting the initial board of directors of the corporation is 3 and their names and addresses are:

Kathryn Hunter  
10960 Beach Blvd  
lot# 263  
Jacksonville, Fl 32246

Mary Beth Wimmer  
2775 Brookwood Road  
Orange Park, Florida 32073

Mignon Mercer  
8082 Buchanan Court  
Jacksonville, Florida 32244

The location and street address of the initial registered office is 2775 Brookwood Road, Orange Park Florida 32073 and the name of its initial registered agent at such address is Mary Beth Wimmer.

The name and address of each incorporator:

Kathryn Hunter  
10960 Beach Blvd.  
Jacksonville, Fl. 32246  
#263

Mary Beth Wimmer  
2775 Brookwood Road  
Orange Park, Florida 32073

Mignon Mercer  
8082 Buchanan Court  
Jacksonville, Florida 32244

In witness thereof, the undersigned incorporator (s) have executed these articles of incorporation this 27 day of October, 1998.

\_\_\_\_\_  
Witness

\_\_\_\_\_  
Witness

\_\_\_\_\_  
Witness

[Signature]  
Incorporator

[Signature]  
Incorporator

[Signature]  
Incorporator

State of \_\_\_\_\_  
County of \_\_\_\_\_

On \_\_\_\_\_, the above person(s) appeared before me, a notary public and are personally known or proved to me to be the person(s) whose name(s) is/are subscribed to the above instrument who acknowledged that he/she executed the instrument.

\_\_\_\_\_  
Notary

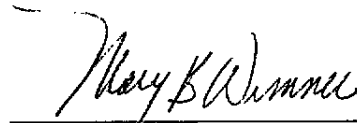
This document prepared by:

Medical Compliance Solutions, Inc.  
2775 Brookwood Road  
Orange Park, Florida 32073

Consent of Appointment by the registered Agent

I Mary Beth Wimmer, hereby give my consent to serve as the registered agent for Medical Compliance Solutions, Inc. Having been named as registered agent and to accept service of process for the above stated corporation at the place designated in this certificate, I hereby accept the appointment as registered agent and agree to act in this capacity. I further agree to comply with the provisions of all statutes relating to the proper and complete performance of my duties, and am familiar with and accept the obligations of my position as registered agent.

Dated October 22, 1998

  
\_\_\_\_\_  
Signature of registered agent

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SECRETARY OF STATE  
TALLAHASSEE, FLORIDA