

THE ACCOUNTING OFFICE
OF
SMALLEY & COMPANY, P.A.
A PROFESSIONAL ASSOCIATION
1527 E. CONCORD STREET, ORLANDO, FLORIDA 32803
TELEPHONE: (407) 897-2277 FAX: (407) 897-6611

WEBSITE: www.smalleynco.com

E MAIL: orlando@smalleynco.com

P99000039761

Department of State
Division of Corporations
Post Office Box 6327
Tallahassee, FL 32314

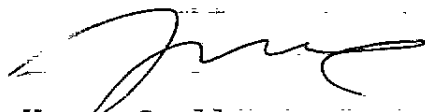
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04/28/99-01057-005
*****70.00 *****70.00

Re: MJ Associates Healthcare Consulting, Inc.
Gentlemen:

Enclosed are the Articles of Incorporation for the above referenced proposed corporation; and, we enclose our check in the amount of \$ 70.00 in payment of the Corporate Filing Fee and Registered Agent Designation for this proposed corporation.

Please send the acceptance documentation to our office at the address above.

Sincerely yours,


Wayne Smalley

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DIVISION OF CORPORATIONS
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**ARTICLES OF INCORPORATION
OF
M J ASSOCIATES
HEALTHCARE CONSULTING, INC.**

**ARTICLE I
NAME**

The name of this corporation shall be M J Associates Healthcare Consulting, Inc.

**ARTICLE II
PURPOSE**

This corporation is formed for the purpose of transacting any and all lawful business for which corporations may become incorporated in the State of Florida.

**ARTICLE III
DURATION**

This corporation shall commence business on the day of the acceptance of these Articles of Incorporation and shall exist perpetually unless sooner dissolved according to law.

**ARTICLE IV
PRINCIPAL OFFICE & MAILING ADDRESS**

The principal place of doing business shall be:

Larsen Med Bldg, 2390 Beach Drive, Ste 101, Avon Park, FL 33825

The mailing address of this corporation shall be:

2231 Bennett Road, Avon Park, FL 33825

**ARTICLE V
SHARES**

This corporation shall be authorized to have 7,500 shares of \$ 1.00 Par Value Common Stock outstanding at any one time.

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ARTICLE VI
INITIAL REGISTERED AGENT AND STREET ADDRESS

The name and address of the initial registered agent of this corporation is:

Barry McBroom, 2231 Bennett Road, Avon Park, FL 33825

Having been named as registered agent and to accept service of process for the above stated corporation at the place designated in these Articles, 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 I am familiar with and accept the obligations of my position as registered agent.


Barry McBroom
Registered Agent

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ARTICLE VII
INITIAL BOARD OF DIRECTORS

This corporation shall have two directors initially; however, that number may be changed from time to time by the By-Laws. The names and addresses of the initial directors are:

Barry McBroom, 2231 Bennett Road, Avon Park, FL 33825

David Jensen, 3906 Santiago Street, Sebring, FL 33872

ARTICLE VIII
INITIAL OFFICERS

The initial officers of this corporation are:

President: Barry McBroom
2231 Bennett Road
Avon Park, FL 33825

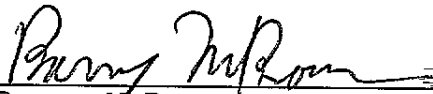
Secretary: David Jensen
3906 Santiago Street
Sebring, FL 33872

ARTICLE IX
INCORPORATOR

The name and address of the incorporator to these Articles of Incorporation is:

Barry McBroom, 2231 Bennett Road, Avon Park, FL 33825

The undersigned incorporator has executed these Articles of Incorporation this 21st day of April, 1999.



Barry McBroom
Incorporator