

JUN 17 1995 10:22:33 P.
 6/17/95 FLORIDA DIVISION OF CORPORATIONS 2:08 PM
 ((H95000006385)) ELECTRONIC FILING COVER SHEET
 TO: DIVISION OF CORPORATIONS FROM: EMPIRE CORPORATE KIT COMPANY
 DEPARTMENT OF STATE 1492 W FLAGLER ST
 STATE OF FLORIDA SUITE 200
 409 EAST GAINES STREET MIAMI FL 33135- 311-
 TALLAHASSEE, FL 32399 CONTACT: RAY STORMONT
 FAX: (904) 922-4000 PHONE: (305) 541-3694
 FAX: (305) 541-3770

(((H95000006385))) DOCUMENT TYPE: FLORIDA PROFIT CORPORATION OR P.A.
 NAME: SOESCA MEDICAL SUPPLIES, INC.
 FAX AUDIT NUMBER: H95000006385 CURRENT STATUS: REQUESTED
 DATE REQUESTED: 06/07/1995 TIME REQUESTED: 14:08:25
 CERTIFIED COPIES: 1 CERTIFICATE OF STATUS: 0
 NUMBER OF PAGES: 5 METHOD OF DELIVERY: FAX
 ESTIMATED CHARGE: \$122.50 ACCOUNT NUMBER: 072450003265
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 SECRETARY OF STATE
 TALLAHASSEE, FLORIDA

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JUN-08-1995 15:57 FROM EMPIRE CORP. KIT

TO

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FLORIDA DEPARTMENT OF STATE
Sandra B. Morham
Secretary of State

June 8, 1995

EMPIRE CORPORATE KIT COMPANY

MIAMI, FL

SUBJECT: SOESCA MEDICAL SUPPLIES, INC.
REF: W92000011663

We received your electronically transmitted document. However, the document has not been filed and needs the following corrections:

The registered agent must sign accepting the designation.

Section 607.0120(6)(b), or 617.0120(6)(b), Florida Statutes, requires that articles of incorporation be executed by an incorporator.

Please return your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (904) 487-6934.

Loria Poole
Corporate Specialist

FAX Aud. #: B92000006365
Letter Number: 395A00028235

Division of Corporations - P.O. Box 6327 - Tallahassee, Florida 32314



FLORIDA DEPARTMENT OF STATE
Sandra B. Mortham
Secretary of State

June 9, 1995

EMPIRE CORPORATE KIT COMPANY

MIAMI, FL

SUBJECT: SOESCA MEDICAL SUPPLIES, INC.
REF: W95000011663

We received your electronically transmitted document. However, the document has not been filed and needs the following corrections:

Please accept our apology for failing to mention this in our previous letter.

What city/state is the business location?

Please return your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (904) 487-6934.

Loria Poole
Corporate Specialist

FAX Aud. #: H95000006365
Letter Number: 795A00028476

Division: Operations - P.O. Box 6327 - Tallahassee, Florida 32314

(5)

PREPARED BY:
LAGILAND INSURANCE AGY, INC
1608 NW 57th AVENUE
MIAMI, FLORIDA 33126
(305) 262-4053
MIGUEL E. TURBAJ

H95000006365

ARTICLE OF INCORPORATION

The undersigned, for the purpose of forming a corporation under the Florida General Corporation Act, do hereby adopt the following articles of incorporation:

ARTICLE ONE

The name of the corporation is SOESCA MEDICAL SUPPLIES, INC

ARTICLE TWO

The duration of the corporation is perpetual.

ARTICLE THREE

The general purpose for which the corporation is organized are:

- 1.- To engage in the business of WHOLESALE/RETAIL MEDICAL SUPPLIES.
- 2.- To transact any other lawful business for which corporations may be incorporated under the Florida General Corporation Act.
- 3.- To do such other things as are incidental to the forgoing or necessary or desirable in order to accomplish the foregoing.

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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ARTICLE FOUR

The aggregate number of shares which the corporation is authorized to issue is 100. Such shares shall be of a single class, and shall be \$5.00 par value.

ARTICLE FIVE

The corporation is authorized to issue only one class of stock, and all issued stock shall be held of record by not more than ten persons. Stock shall be issued and transferable only to natural persons.

ARTICLE SIX

No stockholder shall have the right to sell, assign, pledge, transfer, devise, or otherwise dispose of any of the shares of the corporation without first offering such shares for sale to the corporation at the net asset value thereof.

ARTICLE SEVEN

The street address of the initial business office of the corporation is 7340 SW 48th Street,, Suite 103 MIAMI, FLORIDA 33126 and the name of its initial registered agent is MIGUEL E. TURBAY

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H95000006365

ARTICLE EIGHT

The number of directors constituting the initial board of directors of the corporation is one . The name and address of each person who is to serve as a member of the initial board of directors is:

| NAME | ADDRESS |
|-----------------|---|
| SONIA ESCAURIDO | 1455 WEST 28th Street; #8 MIAMI, FLORIDA 33010 |

ARTICLE NINE

A unanimous vote of directors for effective directors action is required at all directors meetings.

ARTICLE TEN

The name and address of each incorporator is:

| NAME | ADDRESS |
|------------------|--|
| NIGUEL E. TORBAY | 608 NW 57th Avenue MIAMI, FLORIDA 33126 |

H95000006365

Executed by the undersigned at MIAMI, FLORIDA
on June 7, 1995.

H9500006365

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

In pursuance of Chapter 607.34 Florida Statutes, the following is submitted, in compliance with said Act:

First-That SORSCA MEDICAL SUPPLIES, INC.
(NAME OF CORPORATION)

desiring to organize under the laws of the State of FLORIDA
(FLORIDA)

with its principal office, as indicated in the articles of incorporation at City of MIAMI
(CITY)

of DADE, State of FLORIDA
(COUNTRY) (STATE)

has named MIGUEL E. TORRAY
(NAME OF RESIDENT AGENT)

located at 605 NE 57th Avenue, Miami, FL 33126
(STREET ADDRESS AND NUMBER OF BUILDING,
POST OFFICE BOX ADDRESS NOT ACCEPTABLE)

city of FLORIDA, County of DADE
(CITY) (COUNTRY)

State of Florida, as its agent to accept service of process within this state.

ACKNOWLEDGEMENT: (MUST BE SIGNED BY DESIGNATED AGENT)

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

BY Miguel E. Torray
SIGNATURE
REGISTERED AGENT
AND
INCORPORATOR

FILED
JUN 13 10:34
SECRET
TALLAHASSEE
FLORIDA

H9500006365

P95000045511

JAN-05-1996 10:02
1/03/96

P.05
3:22 PM

FLORIDA DIVISION OF CORPORATIONS
PUBLIC ACCESS SYSTEM

(((H96000000141))) ELECTRONIC FILING COVER SHEET
TO: DIVISION OF CORPORATIONS FROM: EMPIRE CORPORATE KIT COMPANY
DEPARTMENT OF STATE 1492 W FLAGLER ST
STATE OF FLORIDA SUITE 200
409 EAST GAINES STREET MIAMI FL 33135-
TALLAHASSEE, FL 32399 CONTACT: RAY STORMONT
FAX: (904) 922-4000 PHONE: (305) 541-3694
FAX: (305) 541-3770

(((H96000000141))) DOCUMENT TYPE: BASIC AMENDMENT
NAME: SOESCA MEDICAL SUPPLIES, INC.
FAX AUDIT NUMBER: H96000000141 CURRENT STATUS: REQUESTED
DATE REQUESTED: 01/03/1996 TIME REQUESTED: 15:22:00
CERTIFIED COPIES: 0 CERTIFICATE OF STATUS: 0
NUMBER OF PAGES: 3 METHOD OF DELIVERY: FAX
ESTIMATED CHARGE: \$35.00 ACCOUNT NUMBER: 072450003255

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(((H95000000141)))
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95 JAN -5 PM 1:11
TALLAHASSEE, FL

RECEIVED
95 JAN -5 AM 10:46



FLORIDA DEPARTMENT OF STATE
Sandra B. Mortham
Secretary of State

January 5, 1996

SOESCA MEDICAL SUPPLIES, INC.
7340 S.W. 48TH STREET
SUITE 103
MIAMI, FL

SUBJECT: SOESCA MEDICAL SUPPLIES, INC.
REF: P95000045511

We received your electronically transmitted document. However, the document has not been filed and needs the following corrections:

Section 15.16(3), Florida Statutes, requires each document to contain in the lower left-hand corner of the first page the name, address, and telephone number of the preparer of the original and, if prepared by an attorney licensed in this state, the preparer's Florida Bar membership number.

The word "initial" or "first" should be removed from the article regarding directors, officers, and/or registered agent, unless these are the individuals originally designated at the time of incorporation.

Please return your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (904) 487-6910.

Louise Flemming-Jackson
Corporate Specialist Supervisor

FAX Aud. #: 896000000141
Letter Number: 996A00000559

H96000000141

ARTICLES OF AMENDMENT
TO
ARTICLES OF INCORPORATION

(3)

OF

SOESCA MEDICAL SUPPLIES, INC.

P9500004511

(insert name)

Pursuant to the provisions of section 607.1006, Florida Statutes, this corporation adopts the following articles of amendment to its articles of incorporation:

FIRST: Amendment(s) adopted: (indicate article number(s) being amended, added or deleted)

ARTICLE EIGHT--

THE number of directors constituting the _____ board of directors of the corporation is one. The name and address of each person who is to serve as a member of the _____ board of directors is

| <u>NAME</u> | <u>ADDRESS</u> |
|-----------------|--|
| MARIA E. MONZON | 7340 SW 48th Street; #103 Miami, FL 33155 |

FILED
JUL 5 1996
CORPORATE
RECORDS
MIAMI, FL

SECOND: If an amendment provides for an exchange, reclassification or cancellation of issued shares, provisions for implementing the amendment if not contained in the amendment itself, are as follows:

Miguel E. Turbay CPA
608 NW 57th Avenue
Miami, FL 33126
(305) 262-4053

H96000000141

THIRD: The date of each amendment's adoption: December 20, 1995

FOURTH: Adoption of Amendment(s) (check one)

- The amendment(s) was/were approved by the shareholders. The number of votes cast for the amendment(s) was/were sufficient for approval.
- The amendment(s) was/were approved by the shareholders through voting groups.

The following statement must be separately provided for each voting group entitled to vote separately on the amendment(s):

"The number of votes cast for the amendment(s) was/were sufficient for approval by _____ (voting group)"

- The amendment(s) was/were adopted by the board of directors without shareholder action and shareholder action was not required.
- The amendment(s) was/were adopted by the incorporators without shareholder action and shareholder action was not required.

Signed this 3rd day of January, 1995

Signature *M. E. Monzon*
(By the Chairman or Vice Chairman of the Board of Directors, President or other officer if adopted by the shareholders)

OR

(By a director if adopted by the directors)

OR

(By an incorporator if adopted by the incorporators)

MARIA E. MONZON

Typed or printed name

CHAIRMAN

Title

H960000014N

H960000014N