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ATTORNEYS AT LAW

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JACKSONVILLE, FLORIDA 32210

J. QUINTON RUMPH
RICHARD C. STODDARD
GARY I. CHRISTIAN

TELEPHONE (904) 784-5000
FAX NO. (904) 788-4818

June 28, 1996

Department of State
Division of Corporations
P.O. Box 6327
Tallahassee, FL 32314

**RE: FILING ARTICLES OF INCORPORATION OF RAPID MEDICAL
DISTRIBUTING, INC.**

Dear Sir or Madam:

Enclosed for filing please find the Articles of Incorporation for Rapid Medical Distributing, Inc. Also enclosed is our firm check in the amount of \$122.50 in payment of the fee for same.

If you have any questions or anything further is required, please contact the undersigned at the number listed above.

Very truly yours,

Gary I. Christian

Gary I. Christian

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Enclosures

FILED
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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

7.3.96
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ARTICLES OF INCORPORATION
OF
RAPID MEDICAL DISTRIBUTING, INC.

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLE I.

The name of this corporation is: **RAPID MEDICAL DISTRIBUTING, INC.**

ARTICLE II.

This corporation is organized for the purpose of transacting any or all lawful business permitted under the Laws of the United States and of the State of Florida.

ARTICLE III.

The maximum number of shares of stock that this corporation is authorized to have outstanding at any one time is Seventy Five Hundred (7500) shares capital stock having a par value of One Dollar (\$1.00) each.

ARTICLE IV.

This corporation shall have perpetual existence.

ARTICLE V.

The number of directors that the corporation shall have shall be not less than one (1) but may be such greater number as may be elected by the shareholders from time to time in accordance with the Bylaws of the corporation. Initially, the corporation shall have three (3) directors.

ARTICLE VI.

The principal office address of the corporation is 2314 Taft Street, Hollywood, Florida 33020.

ARTICLE VII.

The name and post office address of the members of the first Board of Directors, who shall hold office for the first year of existence of the corporation or until his successor is elected or appointed and has qualified is:

<u>Name</u>	<u>Post Office Address</u>
James A. Falco, Sr.	4 Majestic Way Marlton, New Jersey 08653
Elaine D. Falco	2314 Taft Street Hollywood, Florida 33020
James A. Falco, II.	2314 Taft Street Hollywood, Florida 33020

ARTICLE VIII.

The name and post office address of the incorporator of this corporation is as follows:

<u>Name</u>	<u>Post Office Address</u>
Gary I. Christian	3100 University Boulevard South Suite 101 Jacksonville, Florida 32216

ARTICLE IX.

The name of the initial registered agent of this corporation is Gary I. Christian, and the street address of the initial registered agent of this corporation is 3100 University Boulevard, S., Suite 101, Jacksonville, Florida 32216.

ARTICLE X.

This corporation reserves the right to amend, alter, change or repeal any provisions contained in its Articles of Incorporation, in the manner now or hereafter prescribed by statute, and all rights conferred upon shareholders herein are granted subject

to this reservation.

THE UNDERSIGNED, being the original incorporator hereinafter named for the purpose of forming a corporation to do business both within and outside of the State of Florida, to make, subscribe, acknowledge, and file these Articles, hereby declares and certifies that the facts herein stated are true and accordingly have hereunto set my hand and seal this 28th day of June, 1996.

*Signed, sealed, and delivered
in the presence of:*

Haley Morris
Donna J. Morris
Witnesses as to Incorporator

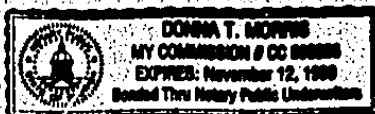
Gary I. Christian
Gary I. Christian

STATE OF FLORIDA)

COUNTY OF DUVAL)

28th The foregoing Articles of Incorporation were subscribed before me on this day of June, 1996, by Gary I. Christian, who is personally known to me and who did take an oath.

GIVEN under my hand and seal of office the day and here aforesaid.



Donna J. Morris
Notary Public
State of Florida at Large
My Commission Expires:

**CERTIFICATE NAMING AGENT UPON WHOM
PROCESS MAY BE SERVED**

Pursuant to Section 48.091, Florida Statutes, the following is submitted:

That **RAPID MEDICAL DISTRIBUTING, INC.**, a corporation duly organized and existing under the laws of the State of Florida, with its registered office being at 2314 Taft Street Hollywood, County of Broward, State of Florida, has named **GARY I. CHRISTIAN** as its registered agent to accept service of process within this state.

6/28/96
Date

Gary I. Christian
Gary I. Christian, Incorporator

ACCEPTANCE

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

6/28/96
Date

Gary I. Christian
Gary I. Christian,
Registered Agent

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TALLAHASSEE, FLORIDA