

P97000065645

TRANSMITTAL LETTER

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

SUBJECT: SunMed Management Corporation

(Proposed corporate name - must include suffix)

100002249431--3

-07/28/97--01122--004

****131.25 ****131.25

Enclosed is an original and one (1) copy of the articles of incorporation and a check for :

\$70.00
Filing Fee

\$78.75
Filing Fee
& Certificate

\$122.50
Filing Fee
& Certified Copy

\$131.25
Filing Fee,
Certified Copy
& Certificate

FROM: Nicholas Elliott

Name (printed or typed)

300 West Indiantown Road

Address

Jupiter, Fl 33458

City, State & Zip

561-743-3300

Daytime Telephone number

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

97 JUL 28 AM 8:24

FILED

NOTE: Please provide the original and one copy of the articles.

me 7/30/97

ARTICLES OF INCORPORATION

FILED
97 JUL 28 AM 8:24
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The undersigned incorporator(s), for the purpose of forming a corporation under the Florida Business Corporation Act, hereby adopt(s) the following Articles of Incorporation.

ARTICLE I NAME

The name of the corporation shall be:

SunMed Management Corporation

ARTICLE II PRINCIPAL OFFICE

The principal place of business and mailing address of this corporation shall be:

300 West Indiantown Road
Jupiter, Florida 33458

ARTICLE III SHARES

The number of shares of stock that this corporation is authorized to have outstanding at any one time is:

10,000,000

ARTICLE IV INITIAL REGISTERED AGENT AND STREET ADDRESS

The name and address of the initial registered agent is:

Nicholas Elliott
300 West Indiantown Road
Jupiter, FL 33458

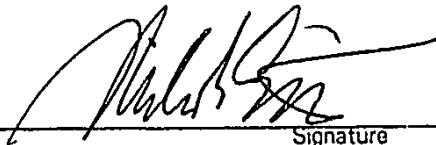
ARTICLE V INCORPORATOR(S)

The name(s) and street address(es) of the incorporator(s) to these Articles of Incorporation is(are):

Nicholas Elliott
300 West Indiantown Road
Jupiter, Fl 33458

The undersigned incorporator(s) has(have) executed these Articles of Incorporation this

23rd day of July, 1997.



Signature

Signature

Signature

Articles of Incorporation
Filing Fee - \$35

**CERTIFICATE OF DESIGNATION OF
REGISTERED AGENT/REGISTERED OFFICE**

PURSUANT TO THE PROVISIONS OF SECTION 607.0501 or 617.0501, FLORIDA STATUTES, THE UNDERSIGNED CORPORATION, ORGANIZED UNDER THE LAWS OF THE STATE OF FLORIDA, SUBMITS THE FOLLOWING STATEMENT IN DESIGNATING THE REGISTERED OFFICE/REGISTERED AGENT, IN THE STATE OF FLORIDA.

1. The name of the corporation is: SunMed Management Corporation.

2. The name and address of the registered agent and office is:

Nicholas Elliott

(Name)

300 West Indiantown Road

(P.O. Box not acceptable)

Jupiter, FL 33458

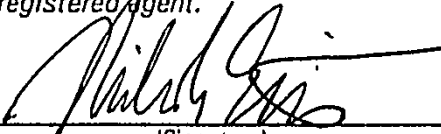
(City/State/Zip)

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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FILED

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 I am familiar with and accept the obligations of my position as registered agent.



(Signature)

July 23, 1997

(Date)