

P 97000 95527

GARY DEPUE AND ASSOCIATES, P.A.
4313 WEST SUNRISE BLVD PLANTATION, FL 33313

(954)584-7001

SECRETARY OF STATE
DIVISION OF CORPORATIONS
P.O. BOX 6327 STREET
TALLAHASSEE, FL 32314

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400002340334--4
-11/06/97--01076--017
*****70.00 *****70.00

EFFECTIVE DATE
10-31-97

October 31, 1997

SUBJECT: BASELINE DIAGOSTICS P E, INC.

TO WHOM IT MY CONCERN:

ENCLOSED IS AN ORIGINAL AND (1) COPY OF THE ARTICLES OF INCORPORATION AND A CHECK FOR \$70.00 .

PLEASE PROCESS THIS APPLICATION AND MAIL THE ARTICLES OF INCORPORATION AS SOON AS POSSIBLE.

IF YOU HAVE ANY QUESTIONS, PLEASE CONTACT ME AT THE PHONE NUMBER LISTED ABOVE.

THANK YOU IN ADVANCE FOR YOUR COOPERATION.

SINCERELY YOURS

Gary Depue
GARY DEPUE, ACCOUNTANT

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

97 NOV -6 AM 8:06

FILED

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ARTICLES OF INCORPORATION

OF

BASELINE DIAGNOSTICS P B, INC.

ARTICLE I = NAME

The name of the corporation is
BASELINE DIAGNOSTICS P B, INC.

ARTICLE II = DURATION

The date when the corporation's existence shall begin shall be the date of subscription and acknowledgement stated herein if this Certificate of Incorporation or Articles of Incorporation are filed within five (5) days, exclusive of legal holidays, after subscription and acknowledgement hereof, and are subsequently approved by the Secretary of State, and all filing fees and taxes paid; otherwise, it shall be the date when the Articles of Incorporation are filed in the Office of the Secretary of State and approved.

ARTICLE III = PURPOSE

This Corporation is organized for the purpose of engaging in any activity of business permitted under the laws of the United States of America and the State of Florida.

ARTICLE IV = CAPITAL STOCK

This corporation is authorized to issue ONE HUNDRED (100) shares of \$1.00 Par Value Common stock.

ARTICLE V = PRE-EMPTIVE RIGHTS

After the initial issue of common stock of this Corporation, every Shareholder upon the sale for cash of any new stock of this corporation of the same kind, class or series as that which he already holds, shall have the right to purchase his pro rata share of this Corporation (as nearly as may be done without issuance of fractional shares), at the price at which it is offered to others.

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TALLAHASSEE, FLORIDA

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ARTICLE VI = INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial registered office of this Corporation is 5070 N. DIXIE HIGHWAY FORT LAUDERDALE FL 33334 and the name of the initial Registered Agent of this Corporation is JOHN VALENTE. The principal address and the registered address are the same.

ARTICLE VII = FIRST BOARD OF DIRECTORS

This Corporation's first Board of Directors shall consist of ONE (1) Director(s). The number of Directors may be either increased or decreased from time to time by the By-Laws but shall never be less than ONE (1). The names and addresses of the initial Board of Directors of this Corporation are:

JOHN VALENTE
1785 N. W. 39TH COURT
OAKLAND PARK, FL 33309

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLE VIII = INCORPORATOR

The name and address of the person signing these Articles of Incorporation is:

JOHN VALENTE
1785 N. W. 39TH COURT
OAKLAND PARK, FL 33309

IN WITNESS WHEREOF, the undersigned Incorporator and designated Registered agent has executed these Articles of Incorporation this 31st day of October 1997.

I hereby am familiar with and accept the duties and responsibilities as registered agent for said corporation.



INCORPORATOR



REGISTERED AGENT