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SECRETARY OF STATE
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February 9, 1999

VIA FEDERAL EXPRESS

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*****78.75 *****78.75

Division of Corporations
409 E. Gaines Street
Tallahassee, FL 32399

Attention: Pam

Re: Historical Society of Medical Technology, Inc.

Dear Pam:

Enclosed for filing is an original and one copy of the Articles of Incorporation for the above-captioned Not-for-Profit Corporation.

A check in the amount of \$78.75 is also enclosed for the filing fee and certified copy fee, along with a self-addressed, stamped envelope for the return of the certified copy.

If you have any questions, please do not hesitate to give me a call. Thank you for your assistance in this matter.

Very truly yours,

Patricia R. Skalny
Paralegal to
Robert C. Hackney

W/H
4/27/99 ✓

**ARTICLES OF INCORPORATION
OF
HISTORICAL SOCIETY OF MEDICAL TECHNOLOGY, INC.**

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The undersigned, acting as incorporator of a corporation pursuant to Chapter 617, Florida Statutes, adopts the following Articles of Incorporation:

**ARTICLE I
Name**

The name of the corporation shall be: Historical Society of Medical Technology, Inc.

**ARTICLE II
Principal place of business and mailing address**

The principal place of business and the mailing address of this corporation shall be:
1295 S.W. 29th Ave., Pompano Beach, Florida 33069.

**ARTICLE III
Purposes**

The corporation is organized exclusively for scientific and educational purposes relating to education and support for the field of medical technology, to maintain historical records, documents, instruments and other items of historical value relating to the field of medical technology, including for such purposes or purposes the making of distributions to organizations that qualify as exempt organizations under Section 501(c)(3) of the Internal Revenue Code of 1986, or the corresponding section of any future federal tax code.

**ARTICLE IV
Manner of election of directors**

The manner in which the directors are elected or appointed shall be stated in the bylaws.

**ARTICLE V
Initial Board of Directors**

The names and addresses of the persons who are to serve as the initial directors of the corporation are as follows:

Charles J. Sobolewski, 1295 S.W. 29th Ave., Pompano Beach, Florida 33069;

Kevin Sobolewski, 1295 S.W. 29th Ave., Pompano Beach, Florida 33069;

Kristen Summers, 1295 S.W. 29th Ave., Pompano Beach, Florida 33069;

Kirk Sobolewski, 1295 S.W. 29th Ave., Pompano Beach, Florida 33069.

ARTICLE VI

Corporate Net Earnings; Activities

No part of the net earnings of the corporation shall inure to the benefit of, or be distributed to its members, directors or trustees, officers, or other private persons, except that the corporation shall be authorized and empowered to pay reasonable compensation for services rendered and to make payments and distributions in furtherance of the purpose or purposes set forth in Article Three hereof.

No substantial part of the activities of the corporation shall be the carrying on of propaganda, or otherwise attempting to influence legislation, and the corporation shall not participate in, or intervene in (including the publishing or distribution of statements) any political campaign on behalf of or in opposition to any candidate for public office.

Notwithstanding any other provision of these articles of incorporation, the corporation shall not carry on any other activities not permitted to be carried on (a) by a corporation exempt from federal income tax under Section 501(c) (3) of the Internal Revenue Code of 1986, or the corresponding section of any future federal tax code, or (b) by a corporation, contributions to which are deductible under Section 170(c) (2) of the Internal Revenue Code of 1986, or the corresponding section of any future federal tax code or, if reference to federal law in the articles or certificate of incorporation imposes a limitation that is invalid under the law of the state of incorporation, state: shall not, except to an insubstantial degree, engage in any activities or exercise any powers that are not in furtherance of the purpose or purposes of this corporation.

ARTICLE VII

Dedication of Assets: Distribution on Dissolution

The assets of this corporation are irrevocably and permanently dedicated to the purpose or purposes set forth in Article Three. Upon the dissolution of the corporation, its assets shall be distributed for one or more exempt purpose(s) within the meaning of Section 501 (c) (3) of the Internal Revenue Code of 1986, or the corresponding section of any future federal tax code, or shall be distributed to the federal government, or to a state or local government, for a public purpose. Any such assets not so disposed of shall be disposed of by a court of competent jurisdiction of the county in which the principal office of the corporation is then located, exclusively for such purposes or to such organization or organizations, as such court shall determine, that are organized and operated exclusively for such purposes.

ARTICLE VIII
Initial registered agent and street address

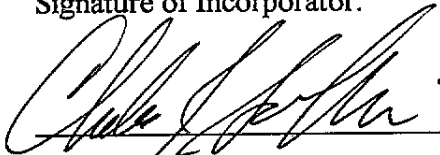
The name and the street address of the initial registered agent is: Robert C. Hackney, 4400 PGA Blvd., Suite 505, Palm Beach Gardens, Florida 33410.

ARTICLE IX
Incorporator

The name and the street address of the incorporator for these articles of incorporation is Charles J. Sobolewski, 1295 S.W. 29th Ave., Pompano Beach, Florida 33069.

The undersigned incorporator has executed these Articles of Incorporation this 15th day of April, 1999.

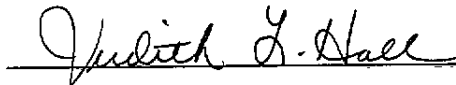
Signature of Incorporator:



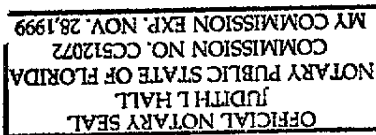
Charles J. Sobolewski

STATE OF FLORIDA
COUNTY OF PALM BEACH

The foregoing Articles of Incorporation were acknowledged before me Charles J. Sobolewski, who produced his Florida Driver's License as identification this the 15th day of April, 1999 by:



Notary Public
State of Florida
My Commission Expires:



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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

**CERTIFICATE DESIGNATING PLACE OF
BUSINESS OR DOMICILE FOR THE SERVICE
OF PROCESS WITHIN THIS STATE NAMING,
AGENT UPON WHOM PROCESS MAY BE SERVED**

The following is submitted pursuant to Sections 48.091 (1) and 607.034, Florida Statutes:

Historical Society of Medical Technology, Inc., desiring to organize under the laws of the State of Florida, has named Robert C. Hackney, Esquire, located at 4400 PGA Blvd., Suite 505, Palm Beach Gardens, FL 33410 as its initial registered agent to accept service of process within this state.

ACKNOWLEDGMENT:

Having been named to accept service of process for the above-stated corporation, at the initial registered office of the Corporation of this State, I hereby accept to act in this capacity and agree to comply with the provisions of said statute relative to keeping the registered office of the corporation open from 10:00 a.m. to noon each day, except Saturdays, Sundays and legal holidays, and to pose therein a sign designating the name of the corporation and the name of its registered agent.

Date: 4/15/99

By: 

Robert C. Hackney, Esquire