

CORPORATION(S) NAME

Verifle

W.P. Verifier

900003144029--1 -02/23/00--01004--028 *****78.75 *****78.75

			· · · · · · · · · · · · · · · · · · ·	
		TÄ	2 0	
,		LAH.	TE TO	
) Profit		ASS	No lens	
) NonProfit	() Amendment	() Merger $\overline{m_{c}}$	<u> </u>	
) Foreign	() Dissolution	() Mark 9		
) Limited Partnership	() Annual Report	() Other	16	
) Reinstatement	() Reservation	() Change of Registered) Change of Registered Agent	
Certified Copy	() Photo Copies	() Certificate Under Sea	() Certificate Under Seal	
) Call When Ready	() Call if Problem	() After 4:30		
₩ . ()	Will Wait	jek Up () Mail Out	<u> </u>	

ARTICLES OF INCORPORATION OF

E.M.D. ELECTRONIC MEDICAL DEVICES CORP.

In compliance with the requirements of F.S. Chapter 607 the undersigned, being a natural person, hereby acts as an incorporator in adopting and filing the following Articles of Incorporation for the purpose of organizing a business corporation.

ARTICLE I

The name of the corporation is E.M.D. Electronic Medical Devices Corp.

ARTICLE II

The existence of the corporation shall begin upon the filing of these Articles of Incorporation.

ARTICLE III

The street address of the principal office of the corporation is 1907 Liberty Avenue, Miami Beach, Florida 33139.

ARTICLE IV

The maximum number of shares this corporation is authorized to issue is Ten Millions (10,000,000), par value One Dollar (\$1.00) each, which shall be divided into the following classes:

<u>CLASS</u>		SHARES
a.	Common Voting Stock	2,500,000
b.	Common Non-Voting Stock	2,500,000
c.	Preferred Stock	5,000,000

ARTICLE V

The initial street address of the corporation's registered office is 8900 S.W. 107 Avenue, Suite 206, Miami, Florida 33176. The initial registered agent for the corporation at that address is Ronald C. Pathman, Esq.

ARTICLE VI

The name and street address of the incorporator of these articles of incorporation is:

NAME

ADDRESS

Jean Claude Marty

1907 Liberty Avenue Miami Beach, Florida 33139

The undersigned has executed these Articles of Incorporation

on February 18, 2000.

JEAN CLAUDE MARTY

WITNESSES:

CERTIFICATE OF DESIGNATION OF REGISTERED AGENT/REGISTERED OFFICE

UNDER THE PROVISIONS OF F.S. 607.0501, 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: E.M.D. Electronic Medical Devices Corp.
- 2. The name and address of the registered agent and office is:

Ronald C. Pathman, Esquire 8900 S.W. 107th Avenue, Suite 206 Miami, Florida 33176

Having been named as registered agent and to accept service of process for the above-named corporation at the place designated in this certificate, I 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.

RONALD C. PATHMAN, ESO.

2/18/00

(DATE)

00 FEB 23 AM II: 16
SECRETARY OF STATE
TALLAHASSEE FLORIG