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BANYAN MEDICAL PRODUCTS, INC.

1980 NE 6<sup>TH</sup> STREET  
DEERFIELD BEACH, FL 33441

100003162951--1  
-03/08/00--01103--004  
\*\*\*\*\*70.00 \*\*\*\*\*70.00

MARCH , 2000

Secretary of State  
Capitol Building  
Tallahassee, FL 32304

FILED  
00 MAR -8 AM 8:12  
SECRETARY OF STATE  
TALLAHASSEE, FL 09104

Attention: Corporation Division

RE: BANYAN MEDICAL PRODUCTS, INC.

Dear Sir or Madam,

Please accept for filing, the Articles of Incorporation and the Resident Agent form which designates the Resident Agent for the above-captioned corporation. Enclosed is our check in the amount of \$70.00 to cover the following fees:

Filing Original Articles of Incorporation	\$35.00
Resident Agent Fee	<u>35.00</u>
Total	\$70.00

Cordially,

Jeffrey T. Krzywada

JEFFREY T. KRZYWADA

3-15  
WCC

FILED  
00 MAR -8 AM 8:12  
SECRETARY OF STATE  
TALLAHASSEE, FL 32399

**CERTIFICATE OF INCORPORATION**  
**-OF-**  
**BANYAN MEDICAL PRODUCTS, INC.**

The undersigned, for the purpose of forming a corporation under the Florida General Corporation Act, hereby adopts the following Articles of Incorporation:

**ARTICLE I. NAME**

The name of this corporation is BANYAN MEDICAL PRODUCTS, INC.

**ARTICLE II. DURATION**

The term of existence of the corporation is perpetual.

**ARTICLE III. PURPOSE**

The corporation may transact any and all lawful business for which corporations may be incorporated under the Florida General Corporation Act.

**ARTICLE IV. CAPITAL STOCK**


The aggregate number of shares which the corporation has authority to issue is 1,000,000, all of which shall be common shares with par value of \$0.01.

**ARTICLE V. REGISTERED OFFICE**

The street address and mailing address of the principal place of business is 1980 NE 6<sup>TH</sup> STREET, DEERFIELD BEACH, FL 33441 and the street address of the initial registered office of the corporation is 1980 NE 6<sup>TH</sup> STREET, DEERFIELD BEACH, FL 33441 and the name of the initial registered agent is JEFFREY T. KRZYWADA.

**ARTICLE VI. DIRECTORS**

The Board of Directors of the corporation shall consist of one member, but may be increased or decreased by a resolution of the Board of Directors adopted in the manner provided in the Bylaws of the corporation, provided that in no event shall the Board of Directors consist of less than one member.

 **JENNIFER J. TROWBRIDGE**  
MY COMMISSION # CC 835384  
EXPIRES: May 10, 2003  
1-800-3-NOTARY Fla. Notary Service & Bonding Co.

STATE OF FLORIDA

SECRETARY OF STATE

Certificate designating place of business or domicile for the service of process within this state, naming agent upon whom process may be served and names and addresses of the officers and directors.

BANYAN MEDICAL PRODUCTS, INC.

The following is submitted, in compliance with Chapter 48.091, Florida Statutes:

BANYAN MEDICAL PRODUCTS, INC., a corporation organized under the laws of the state of Florida, with its principal office at 1980 NE 6<sup>TH</sup> STREET, DEERFIELD BEACH, FL 33441 has named JEFFREY T. KRZYWADA at 1980 NE 6<sup>TH</sup> STREET, DEERFIELD BEACH, FL 33441, County of Broward, as its agent to accept service of process within this state.

<u>OFFICERS</u>	<u>TITLES</u>	<u>SPECIFIC ADDRESSES</u>
JEFFREY T. KRZYWADA	PRESIDENT/DIR.	1980 NE 6 <sup>TH</sup> STREET DEERFIELD BEACH, FL 33441

ACCEPTANCE

I agree as Resident Agent to accept service of process: to keep this office open during prescribed hours, to post my name (and any other officers of said corporation authorized to accept service of process at the above Florida designated address) in some conspicuous Place in the office as required by law.

DATED: 3-1-00

  
JEFFREY T. KRZYWADA