

P 000000 70895

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

RE: ARTICLES OF INCORPORATION

000003331420--4
-07/21/00-01056-011
****122.50 *****78.75

THIS COVER LETTER IS FOR THE FILING OF ORIGINAL ARTICLES OF
INCORPORATION WITH CHECK FOR \$122.50 MADE PAYABLE TO THE SEC OF
STATE.

SINCERELY,

Joan Bardzik
Joan Bardzik

RECEIVED (PLEASE PRINT)

JOAN BARDZIK
5985 S. University Ave
Davie FL 33328

FILED
00 JUL 21 AM 7:40
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

F. G. H. JUL 2 6 2000

ARTICLES OF INCORPORATION
OF

FILED
00 JUL 21 AM 7:40
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

All Action Medical Supply Inc.

We, the undersigned subscribers to these Articles of Incorporation, being natural persons competent to contract, hereby form a corporation, pursuant to Chapter 607, Florida Statutes, as currently and as shall hereafter be in force and effect; and to the extent that the aforementioned provisions of Chapter 607, Florida Statutes, are not in conflict therewith.

ARTICLE I

NAME

The name of this corporation is All Action Medical Supply Inc.

ARTICLE II

NATURE OF BUSINESS

The corporation may engage in any activity or business permitted under the laws of the United States and of the State of Florida.

ARTICLE III

CAPITAL STOCK

The maximum number of shares of stock the corporation is authorized to have issued and outstanding at any one time is One Thousand (1000) shares of non-assessable common stock have a nominal or par value of One Dollar and No/100 (\$1.00) per share.

ARTICLE IV

INITIAL CAPITAL

The amount of capital with which the corporation shall commence business is not less than Five Hundred (\$500) Dollars and No/100.

ARTICLE V

TERM OF EXISTENCE

The corporation shall exist perpetually.

ARTICLES OF INCORPORATION
All Action Medical Supply Inc.

ARTICLE VI

ADDRESS

The initial street address of the principal office of the corporation in the state of Florida is: 5979 S. University Drive Davie, FL 33328. The corporation may move its principal office place within and without the State of Florida.

ARTICLE VII

MANAGEMENT

The business of the corporation shall be managed by the stockholders of the corporation rather than by the Board of Directors. Wherever the context requires, the stockholders shall be deemed Directors of the Corporation for purposes of applying Chapter 607, Florida Statutes. Any action required or permitted by Chapter 607, Florida Statutes to be taken by the Directors or the stockholders shall be taken upon a vote of a majority of the issued and outstanding shares of its record owners.

ARTICLE VIII

SUBSCRIBER

The name, street address and number of shares subscribed for the initial subscribers of these Articles of Incorporation are:

<u>NAME</u>	<u>ADDRESS</u>	<u>NUMBER OF SHARES</u>
Joan Bardzik	9160 Southwest 56 St. Cooper City, Fl 33328	250
Wendy Blum	1915 Merion Lane Coral Springs, Fl 33071	250

The initial subscribers certify that the consideration for which they have subscribed is not less than the amount of capital with which the corporation will begin business as set forth in Article IV herein.

ARTICLES OF INCORPORATION
All Action Medical Supply Inc.

ARTICLE IX

BOARD OF DIRECTORS-MEMBERS

The name and street address of each of the members of the Board of Directors is as follows:

<u>NAME</u>	<u>ADDRESS</u>
Joan Bardzik	9160 Southwest 56 St. Cooper City, Fl 33328
Wendy Blum	1915 Merion Lane Coral Springs, Fl 33071

Unless otherwise provided by the Articles of Incorporation or By-Laws each member of the initial Board of Directors shall hold office for the first year of existence of the corporation or until their successors are elected or appointed or have qualified.

ARTICLE X

EXISTENCE

The corporation shall exist on the 18st day of July 2000, which date being the day on which the subscribers to these Articles of Incorporation shall purchase and be issued the shares subscribed for.

ARTICLE XI

INITIAL REGISTERED AGENT

The initial registered agent shall be Joan Bardzik and the address is 9160 Southwest 56 St. Cooper city, FL 33328.

ARTICLES OF INCORPORATION
All Action Medical Supply Inc.

ARTICLE XII

AMENDMENTS

The corporation may amend or repeal any provision, part or parts of these Articles of Incorporation upon an affirmative vote of a majority of the issued and outstanding stock at duly constituted shareholders' meeting.

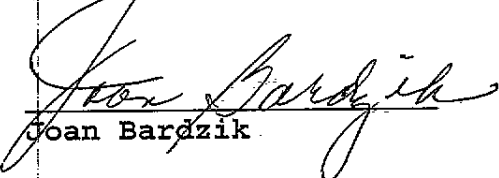
ARTICLE XIII

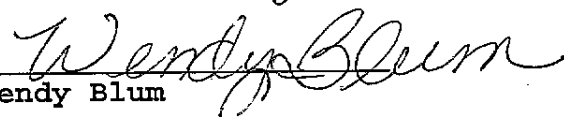
BY-LAWS AND STOCKHOLDERS AGREEMENTS

The Stockholders shall have the power to make, amend or repeal By-Laws a stockholder's agreement in place of By-Laws concerning all matters and things so long as such By-Laws or stockholder's agreement are not in conflict with these Articles of Incorporation as they are now or hereafter in force and effect.

ARTICLES OF INCORPORATION
All Action Medical Supply Inc.

IN WITNESS WHEREOF, We, the undersigned subscriber being the original subscriber to the capital stock herein above describe for the purpose of forming a corporation to do business both within and without the State of Florida, under the laws of Florida, do make and file these Articles of Incorporation, hereby declaring and certifying that the facts herein contained are true, and do agree to take the number of shares herein above set forth and hereunto set our hands and seals this 18 day of July, 2000.

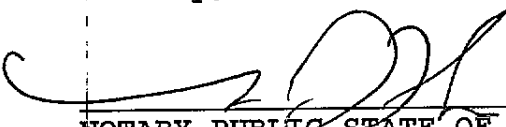

Joan Bardzik


Wendy Blum

STATE OF FLORIDA > SS:
COUNTY OF _____ >

I HEREBY CERTIFY that on this 18th day of July, 2000 before me an officer duly qualified to take acknowledgments, personally appeared Joan Bardzik and Wendy Blum personally known to me or produced Florida Drivers licenses as photo identification, and who acknowledged that they executed the foregoing instrument.

IN WITNESS WHEREOF, I HAVE HEREUNTO SET BY HAND AND OFFICIAL SEAL
AT AICC #2, Boward COUNTY, FLORIDA, THIS 18th DAY
OF July, 2000.


NOTARY PUBLIC STATE OF FLORIDA



Michael DeFilippo
Commission # CC 943923
Expires July 25, 2004
Bonded Thru
Atlantic Bonding Co., Inc.

Print Name: Michael DeFilippo

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

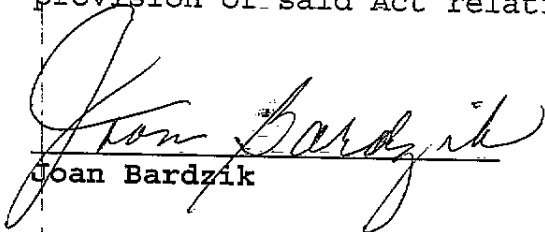
In pursuance of chapter 48.091, Florida Statutes, the following is
submitted, in compliance with said act:

All Action Medical Supply Inc. desiring to organize under the laws
of the state of Florida with its principal office, as indicated in
the Articles of Incorporation at the city of Davie, County of
Broward,

State of Florida, has named Joan Bardzik located at
9160 Southwest 56 St. Cooper City, FL 33328
as its agent to accept service of process within this state.

ACKNOWLEDGEMENT:

Having been named to accept service of process for the above stated
corporation, at place designated in this certificate, I hereby
accept to act in this capacity, and agree to comply with the
provision of said Act relative to keeping open said office.


Joan Bardzik



Michael DeFilippo
Commission # CC 943923
Expires July 25, 2004
Bonded Thru
Atlantic Bonding Co., Inc.

Broward cnty.

FLORIDA

- July 18, 2000



SECRETARY OF STATE
TALLAHASSEE, FLORIDA

00 JUL 21 AM 7:40

FILED