

PO0000074804

FLORIDA DEPARTMENT OF STATE
DIVISION OF CORPORATIONS
P.O. BOX 6327
Tallahassee, Florida 32314

Date: March 23, 2000
RE: NASSAU MEDEX SUPPLIES, INC.
RE: ISLAND AUTO RENT-A-CAR & SALES
RE: PROVERBS 3 INVESTMENT CLUB, INC.
FLA. BAR NO: 539376

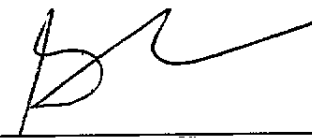
TO WHOM THIS MAY CONCERN:

Enclosed please find original and one (1) copy of Articles of Incorporation (a) Nassau Medex Supplies, Inc., (b) Island Auto Rent-A-Car & Sales, Inc. and (c) Proverbs 3 Investment Club, Inc. regarding the above captioned matters.

- Will you please file and return copy of the enclosed articles at the earliest possible date, a self addressed stamped envelope is enclosed for your convenience.
- Check in the amount of \$367.50 is enclosed to cover costs.

Thanking you for your cooperation in this matter.

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*****367.50 *****78.75

BY: 

GLENN R. MILLER, P.A.
67 N.E. 168th Street
North Miami Beach, Florida 33161
(305) 651-5991

GRM:dg
Enc.

FILED
00 AUG -2 AM 8:30
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

8-8
WC

**ARTICLES OF INCORPORATION
OF**

NASSAU MEDEX SUPPLIES, INC.

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLE I

NAME. The name of this corporation is **NASSAU MEDEX SUPPLIES, INC.**

ARTICLE II

DURATION. This corporation shall have perpetual existence commencing on the date of this filing of these Articles of Incorporation with the Department of State.

ARTICLE III

PURPOSE. This corporation is organized for the purpose of engaging in any or all lawful business in importing and exporting medical supplies and equipment.

ARTICLE IV

CAPITAL STOCK. This corporation is authorized to issue 1,000 shares of One Dollar (\$1.00) par value common stock which shall be designated as "Common Shares".

ARTICLE V

PREEMPTIVE RIGHTS. Every shareholder, upon the sale for case of any new stock of this corporation, shall have the right to purchase his pro-rate share thereof (as nearly as may be done without issuance of fractional shares) at the price at which it is offered to others.

ARTICLE VI

INITIAL REGISTERED OFFICER AND AGENT. The principle address of corporation and the street address of the initial registered office of this corporation is **12005 N. Aviary Drive, Cooper City, Florida 33026**, and the name of the initial registered agent of this

corporation at that address is **GLENN R. MILLER, P.A., 67 N.E. 168th Street, North Miami Beach, Florida 33162.**

ARTICLE VII

INITIAL BOARD OF DIRECTORS. This corporation shall have one director constituting the initial Board of Directors. The number of directors may be either increased or decreased from time to time by the by-laws, however, there shall never be less than one Director nor more than five. The name and address of the initial Board of Directors of the corporation are:

Laverne Sparks - President/Secretary
12005 N. Aviary Drive
Cooper City, Florida 33026

Niko Moss - Vice President/Treasurer
12005 N. Aviary Drive
Cooper City, Florida 33026

ARTICLE VIII

INCORPORATORS. The name and address of the Incorporators signing these Articles of Incorporation are:

LAVERNE SPARKS
12005 N. AVIARY DRIVE
COOPER CITY, FLORIDA 33026

NIKO MOSS
12005 N. AVIARY DRIVE
COOPER CITY, FLORIDA 33026

ARTICLE IX

INDEMNIFICATION. The corporation shall indemnify any Officer or Director or any former officer or director, to the full extent permitted by law.

ARTICLE X

AMENDMENT. This corporation reserves the right to amend or repeal any provision contained in these Articles of Incorporation, or any amendment hereto, by a majority vote of the Board of Directors, and any right conferred upon the shareholders is subject to this

reservation.

IN WITNESS WHEREOF, the undersigned Incorporators have executed these
Articles of Incorporation on this 18TH day of FEBRUARY, 2000.

BY *Laverne Sparks*
LAVERNE SPARKS, Incorporator

BY *Niko Moss*
NIKO MOSS, Incorporator


STATE OF FLORIDA)
)ss
COUNTY OF DADE)

I HEREBY CERTIFY that on this day before me, the undersigned authority,
personally appeared LAVERNE SPARKS and NIKO MOSS to me known to be the persons
described as the Incorporators in and who executed the foregoing Articles of Incorporation, and
they acknowledged before me that they executed those Articles of Incorporation.

IN WITNESS WHEREOF, I have set my hand and seal this 18TH day of
FEBRUARY, 2000.

Draeshawn Thomas Butler
NOTARY PUBLIC
DRAESHAWN THOMAS BUTLER

My commission expires:

 Draeshawn Thomas Butler
My Commission CC876704
Expires October 4, 2003

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

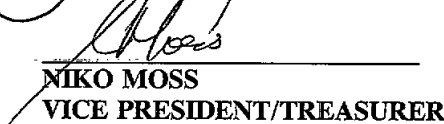
In compliance with Section 48.091, Florida Statutes, the following is submitted:

First - That **NASSAU MEDEX SUPPLIES, INC.** desiring to organize or qualify under the laws of the State of Florida, with its principal place of business at City of Cooper City, State of Florida, has named **GLENN R. MILLER, ESQUIRE**, located at **67 N.E. 168th Street, North Miami Beach, Florida 33162**, as its Agent to accept service of process within Florida.

DATE: 2/18/00

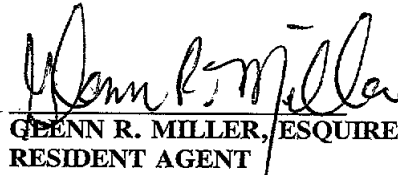

LAVERNE SPARKS
PRESIDENT/SECRETARY

DATE: 2/18/00


NIKO MOSS
VICE PRESIDENT/TREASURER

Having been named to accept service of process for the above stated Corporation, at the place designated in this certificate, I hereby agree to act in this capacity, and I further agree to comply with the provisions of all Statutes relative to the proper and complete performance of my duties.

DATE: 2/18/00


GLENN R. MILLER, ESQUIRE
RESIDENT AGENT

FILED
00 AUG -2 AM 8:31
SECRETARY OF STATE
TALLAHASSEE, FLORIDA