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November 15, 2000

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-11/17/00--01093--002  
\*\*\*\*\*70.00 \*\*\*\*\*70.00

Division of Corporations  
P.O. Box 6327  
Tallahassee, Florida 32314

Re: Articles of Incorporation - Luzon Medical, Inc.

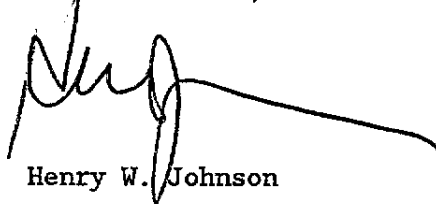
Gentlemen:

Enclosed please find an original and copy of the Articles of Incorporation for Luzon Medical, Inc. Also enclosed is my check payable to the Secretary of State in the amount of \$70.00 representing the filing fee. Please return a true copy reflecting proof of filing to the undersigned at your earliest convenience.

If you have any questions, please do not hesitate to call.

Sincerely,

HUME & JOHNSON, P.A.

  
Henry W. Johnson

HWJ/jw  
Enclosures  
5842.001  
F:\Julie\CORP\LuzonMedical\SecState.Lt1.wpd

FILED  
00 NOV 17 PM 1:35  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

02-11-20

ARTICLES OF INCORPORATION  
OF  
LUZON MEDICAL, INC.

FILED  
00 NOV 17 PM 1:35  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

ARTICLE I. NAME

The name of this corporation is LUZON MEDICAL, INC.

ARTICLE II. DURATION

This corporation shall have perpetual existence commencing upon the filing of these Articles.

ARTICLE III. PURPOSE

This corporation is organized for the purpose of transacting any or all lawful business.

ARTICLE IV. CAPITAL STOCK

This corporation is authorized to issue 1000 shares of \$1.00 par value common stock which shall be designated "Common Shares."

ARTICLE V. PRE-EMPTIVE RIGHTS

The shareholders of the corporation shall have no pre-emptive right to acquire unissued or treasury shares of the corporation.

ARTICLE VI. INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial registered office of this corporation is 760 N.E. 181st Street, North Miami Beach, Florida 33162 and the name of the initial registered agent of this corporation at that address is THOMAS KINNE. The principal office and registered office are identical.

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 Bylaws. The name and address of the sole member of the initial Board of Directors of this corporation is:

<u>NAME</u>	<u>ADDRESS</u>
THOMAS KINNE	760 N.E. 181st Street North Miami Beach, FL 33162

Prepared By:  
Henry W. Johnson, Esquire  
Hume & Johnson P.A.  
1401 University Drive, #301  
Coral Springs, FL 33071  
Florida Bar No: 219339

ARTICLE VIII. INCORPORATORS

The name and address of the incorporator is:

NAME

ADDRESS

THOMAS KINNE

760 N.E. 181st Street  
North Miami Beach, FL 33162


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

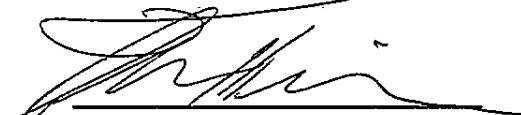
This corporation reserves the right to amend or repeal any provision contained in these Articles of Incorporation, or any amendment hereto; and any right conferred upon the shareholders is subject to this reservation.

IN WITNESS WHEREOF, the undersigned subscriber has executed these Articles of Incorporation this 15th day of November, 2000.

  
THOMAS KINNE

ACCEPTANCE OF REGISTERED AGENT

Having been named as registered agent for the above-stated corporation, I 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 and I accept the duties and obligations of Section 607.0505, Florida Statutes (1995).

  
THOMAS KINNE  
Registered Agent