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TRANSMITTAL LETTER

Department of State
Division of Corporations
P. O. Box 6327
Tallahassee, FL 32314

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-12/27/00--01009--012
*****87.50 *****87.50

SUBJECT: ELITE MEDICAL DISTRIBUTORS, INC.
(Proposed corporate name - must include suffix)

Enclosed is an original and one(1) copy of the articles of incorporation and a check for :

\$70.00
Filing Fee

\$78.75
Filing Fee
& Certificate of Status

\$78.75
Filing Fee
& Certified Copy

\$87.50
Filing Fee,
Certified Copy
& Certificate of
Status

ADDITIONAL COPY REQUIRED

FROM: SAMUEL E WAHBA
Name (Printed or typed)

3325 TAMPA RD.
Address

PALM HARBOR, FL 34684-3426
City, State & Zip

(727) 772-6868
Daytime Telephone number

SECRETARY OF STATE
TALLAHASSEE, FLORIDA
DEC 26 PM 12: 07

FILED

SMITH JAN 03 2001

NOTE: Please provide the original and one copy of the articles.

2

ARTICLES OF INCORPORATION

The undersigned incorporator, for the purpose of forming a corporation under the Florida Business Corporation Act, hereby adopts the following Articles of Incorporation.

ARTICLE I NAME

The name of the corporation shall be:

ELITE MEDICAL DISTRIBUTORS, INC.

ARTICLE II PRINCIPAL OFFICE

The principal place of business and mailing address of this corporation shall be:

3325 TAMPA RD.
PALM HARBOR, FL 34684-3426

ARTICLE III SHARES

The number of shares of stock that this corporation is authorized to have outstanding at any one time is:

400 SHARES NO PAR VALUE

ARTICLE IV INITIAL REGISTERED AGENT AND STREET ADDRESS

The name and Florida street address of the initial registered agent are:

SAMUEL E WAHBA
3325 TAMPA RD.
PALM HARBOR, FL 34684-3426

ARTICLE V INCORPORATOR

The name and address of the incorporator to these Articles of Incorporation are:

SAMUEL E WAHBA - P/TR
3325 TAMPA RD.
PALM HARBOR, FL 34684-3426

FILED
00 DEC 26 PM 12:07
SECRETARY OF STATE
TALLAHASSEE, FLORIDA



Signature/Incorporator

12/21/2000

Date

(An additional article must be added if an effective date is requested.)

EFFECTIVE DATE 1/1/2001

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



Signature/Registered Agent

12/21/2000

Date