

CAPITAL CONNECTION, INC.

417 E. Virginia Street, Suite 1 • Tallahassee, Florida 32301
(850) 224-8870 • 1-800-342-8062 • Fax (850) 222-1222

FILED

01 JAN 25 PM 2:54
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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*Qua med of
Hialeah, Inc.*

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*****78.75 *****78.75

☒ Art of Inc. File_____

____ LTD Partnership File_____

____ Foreign Corp. File_____

____ L.C. File_____

____ Fictitious Name File_____

____ Trade/Service Mark_____

____ Merger File_____

____ Art. of Amend. File_____

____ RA Resignation_____

____ Dissolution / Withdrawal_____

____ Annual Report / Reinstatement_____

☒ Cert. Copy_____

____ Photo Copy_____

____ Certificate of Good Standing_____

____ Certificate of Status_____

____ Certificate of Fictitious Name_____

____ Corp Record Search_____

____ Officer Search_____

____ Fictitious Search_____

____ Fictitious Owner Search_____

____ Vehicle Search_____

____ Driving Record_____

____ UCC 1 on 13 File_____

____ UCC 11 Search_____

____ UCC 11 Retrieval_____

____ Courier_____

Signature _____

Requested by: 130

Name _____

Date 1/25/01

Time 1:15

Walk-In _____

Will Pick Up _____

ARTICLES OF INCORPORATION
OF
QUALMED OF HIALEAH, INC.

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The undersigned acting as subscribers of a Corporation under the Florida Corporation Law, adopt the following Articles of Incorporation for such Corporation.

ARTICLE I

The name of the Corporation is:

QUALMED OF HIALEAH, INC.

ARTICLE II

The purpose for which the Corporation is organized is to engage in any activities or business permitted under the laws of the United States and Florida.

ARTICLE III

The aggregate number of shares that the Corporation shall have the authority to issue is ONE HUNDRED (100) shares of Capital Stock, all of one class, with a par value of One Dollar (\$ 1.00) per share.

ARTICLE IV

The period of duration of the Corporation is perpetual.

ARTICLE V

The amount of capital with which the Corporation shall begin business is not less than ONE HUNDRED DOLLARS (\$100.00).

ARTICLE VI

PRINCIPAL OFFICE

The principal address and registered office address (are the same) of the Corporation is:

7805 Coral Way, Suite 103 - Miami, Florida 33155

and the name of its initial Registered Agent is:

ISABELLE R. DIAZ

ARTICLE VII

The number of directors constituting the initial Board of Directors of the Corporation are:

ISABELLE R. DIAZ 7805 Coral Way, Suite 103
Miami, Florida 33155

ARTICLE VIII

The name and address of the initial Subscriber is:

ISABELLE R. DIAZ 7805 Coral Way, Suite 103
Miami, Florida 33155

ARTICLE IX

The following named persons shall be the officers of this Corporation for the first year of its existence or until their successors are elected and have qualified:


ISABELLE R. DIAZ President

ARTICLE X

Shareholders shall not be entitled to preemptive rights.

IN WITNESS WHEREOF, we the undersigned, have made,
subscribed and acknowledged this Article of Incorporation, this
24th day of January, 2001.

HAVING BEEN NAMED AS REGISTERED AGENT AND TO ACCEPT SERVICE.


ISABELLE R. DIAZ, Subscriber
and Registered Agent

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01 JAN 25 PM 2:54
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

STATE OF FLORIDA

SS

COUNTY OF MIAMI-DADE:

BEFORE ME, the undersigned authority, personally appeared

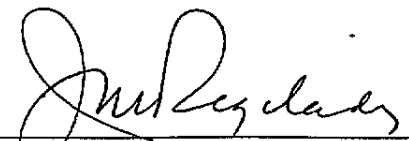
ISABELLE R. DIAZ

to me well known to be the person described herein, and he
acknowledged before me, according to law, that he made and he
subscribed the same for the purpose therein mentioned and set
forth.

IN WITNESS WHEREOF, I have hereunto set my hands and my
Official Seal, this 24th day of January, 2001.

My commission expires:

OFFICIAL NOTARY SEAL
J M REGALADO
NOTARY PUBLIC STATE OF FLORIDA
COMMISSION NO. CC 875492
MY COMMISSION EXP. OCT. 24, 2003


NOTARY PUBLIC, State of Florida
at Large