

P01000035298

Dalia Accounting Service, Inc.

March 24th, 2001

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

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-04/03/01--01033--023
*****78.75 *****78.75

Re: Articles of Incorporation
ANDROMEDICAL USA, INC.

Enclosed you will find check in the amount of \$78.75 which pays filing fees and certified copies of the Articles of Incorporation for the above mentioned company.

It would be greatly appreciated if you could please send the articles of incorporation to Dalia Accounting Service, Inc. at the address below.

Should you have any questions, please feel free to contact our office.

Sincerely yours,

DALIA ACCOUNTING SERVICE, INC.


Elizabeth Gonzalez
Assistant

FILED
01 APR -3 PM 1:33
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

680 South Military Trail., West Palm Beach, FL 33415

RECEIVED APR 6 2001

ARTICLE OF CORPORATION

OF

ANDROMEDICAL USA, INC.

ARTICLE I

NAME

The name of this Corporation shall be:

ANDROMEDICAL USA, INC.

ARTICLE II

PURPOSE

This corporation is organized for the purpose of operating as
Distributors any all-lawful business.

ARTICLE III

CAPITOL STOCK

This corporation is authorized to issue 1,000 shares of \$1.00 par value common stock.

ARTICLE IV

INITIAL PRINCIPAL OFFICE AND REGISTERED AGENT.

The street address of the initial principal office and registered office of this corporation is
502 28th, STREET., WEST PALM BEACH, FL 33407 and the name of the initial
registered agents of this corporation at the above address is:

XAVIER GARCIA

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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ARTICLE V

DIRECTORS

This corporation shall have (1) One President and (1) One Vice-President. The number of Directors may be either increased or diminished from time to time by-laws but shall never be less than one. The name and address of the initial Director (s) of this corporation

XAVIER GARCIA – PRESIDENT
502 28th, STREET
WEST PALM BEACH, FL 33407

JOAQUIN GARCIA – VICE-PRESIDENT
502 28TH, STREET
WEST PALM BEACH, FL 33407

ARTICLE VI

The name and address of the person (s) signing these Articles are:

XAVIER GARCIA – PRESIDENT
502 28th, STREET
WEST PALM BEACH, FL 33407

JOAQUIN GARCIA – VICE-PRESIDENT
502 28TH, STREET
WEST PALM BEACH, FL 33407

ARTICLE VII

POWERS

This corporation shall have all of the corporate powers enumerated in the Florida General Corporation Act.

ARTICLE VIII

INDEMNIFICATION

The corporation shall indemnify any officers, directors, or former officers, and former directors fully permitted by law.

ARTICLE IX

AMENDMENT

This corporation reserves the right to amend or repeal any provisions contained in these Articles of Incorporation, or any Amendment to them, and any right conferred upon the shareholders is subject to this reservation. IN WITNESS WHERE OF, the undersigned subscribers have executed these Articles of Incorporation on this March 20th, 2001.



XAVIER GARCIA, PRESIDENT




JOAQUIN GARCIA, VICE-PRESIDENT

COUNTY OF PALM BEACH
STATE OF FLORIDA

BEFORE ME, the undersigned authority, this day personally appeared XAVIER GARCIA AND JOAQUIN GARCIA after being duly sworn, depose and say that the facts contained above are true and correct, and that they have executed the same for the purposes contained herein.

WITNESS my hand and official seal this March 20th, 2001.





DALIA MELENDEZ
NOTARY PUBLIC, STATE OF FL.
COUNTY OF PALM BEACH

CERTIFICATE DESIGNATION PLACE OF BUSINESS OR DOMICILE FOR THE SERVICE OF PROCESS WITHIN FLORIDA. NAMING AGENT UPON WHICH PROCESS MAY BE SERVED. IN COMPLIANCE WITH SECTION 48.091, FLORIDA STATUTES.
THE FOLLOWING IS SUBMITTED:

ANDROMEDICAL USA, INC.

DESIRING TO ORGANIZE OR QUALIFY UNDER THE LAWS OF THE STATE OF FLORIDA. WITH IT'S PRINCIPAL PLACE OF BUSINESS 502 28th, STREET, WEST PALM BEACH, FL 33407 COUNTY OF PALM BEACH, STATE OF FLORIDA AS IT'S AGENT TO ACCEPT SERVICE OF PROCESS WITHIN THIS STATE.

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

01 APR -3 PM 1:34

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X. Garcia
CORPORATE OFFICER
President
TITLE
03/20/01
DATE

HAVING BEEN NAMED TO ACCEPT SERVICE OF PROCESS FOR THE ABOVE STATED CORPORATION, AT THE PLACE DESIGNATED IN THIS CERTIFICATE, I HEREBY AM FAMILIAR WITH AND ACCEPT THE DUTIES AND RESPONSIBILITIES AS REGISTERED AGENT OF SAID CORPORATION, AND I HEREBY COMPLY WITH THE PROVISIONS OF ALL STATUTES RELATIVE TO THE PROPER AND COMPLETE PERFORMANCE OF MY DUTIES.

SIGNATURE X. Garcia
DATE 03/20/01