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Richard P. Condon
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(813) 983-0658

June 5, 2001

EFFECTIVE DATE

06/05/01

Division of Corporations
Florida Department of State
Post Office Box 6327
Tallahassee, Florida 32314

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-06/08/01--01043--002
*****70.00 *****70.00

Re: BIOCARE INTERNATIONAL, INC.

Dear Reader:

Enclosed for filing, please find the original Articles of Incorporation BIOCARE INTERNATIONAL, INC., with Acceptance of Registered Agent affixed and a check for Seventy Dollars (\$70.00).

Thank you for your courtesies in this matter,

Yours very truly,


Richard P. Condon

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

01 JUN -8 PM 3:24

FILED

PS
6/12/01

FILED

01 JUN -8 PM 3:24

ARTICLES OF INCORPORATION OF
BIOCARE INTERNATIONAL, INC.

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The undersigned subscriber to these Articles of Incorporation is a natural person competent to contract and hereby forms a Corporation for profit under Chapter 607 of the Florida Statutes (2000).

ARTICLE 1 - Name

The name of the Corporation is BIOCARE INTERNATIONAL, INC.

EFFECTIVE DATE
06/05/01

ARTICLE 2 - Purpose of Corporation

The Corporation shall engage in the import and export of medical supplies and general merchandise and any other activity or business permitted under the laws of the United States and of the State of Florida.

ARTICLE 3 - Principal Office

The address of the principal office of the Corporation is Suite D, 6920 East Fowler Avenue, Tampa, Florida 33617; and the mailing address is the same.

ARTICLE 4 - Incorporator

The name and street address of the incorporator of this Corporation is:
MOHAMMED AL-QANNAS, Suite D, 6920 East Fowler Avenue, Tampa, Florida 33617

ARTICLE 5 - Registered Agent

The name and address of the registered agent of this Corporation is:
MOHAMMED AL-QANNAS, Suite D, 6920 East Fowler Avenue, Tampa, Florida 33617

ARTICLE 6 - Shares

The maximum number of shares this Corporation is authorized to have outstanding at any time is ONE HUNDRED THOUSAND (100,000) shares of common stock, each having the par value of ONE HUNDRED DOLLARS (\$100.00).

ARTICLE 7 - Directors and Bylaws

The shareholders and the incorporator, at the initial meeting of the Corporation, shall elect Directors, adopt bylaws, and elect officers.

FILED

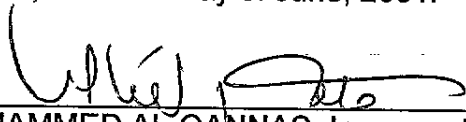
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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLE 8 - Effective Date

These Articles of Incorporation shall be effective immediately upon execution.

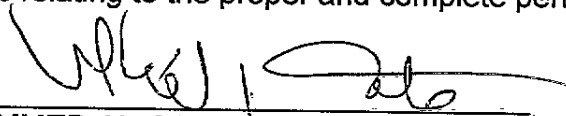
IN WITNESS WHEREOF I have hereunto set my hand and seal, acknowledged and filed the foregoing Articles of Incorporation under the laws of the State of Florida, this Fifth Day of June, 2001.



MOHAMMED AL-QANNAS, Incorporator

ACCEPTANCE OF REGISTERED AGENT DESIGNATED
IN ARTICLES OF INCORPORATION

Having been named as registered agent and to accept service of process for the above-named corporation at the place designated in this certificate, I hereby accept the appointment and agree to comply with the provisions of all statutes relating to the proper and complete performance of my duties.



MOHAMMED AL-QANNAS, Registered Agent