

Division of Corporations

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**FLORIDA PROFIT CORPORATION OR P.A.****PAN AMERICAN DIAGNOSTICS, INC.**

Certificate of Status	0
Certified Copy	0
Page Count	04
Estimated Charge	\$70.00

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## ARTICLES OF INCORPORATION FOR PAN AMERICAN DIAGNOSTICS, INC.

The undersigned subscriber to these Articles of Incorporation, a natural person competent to contract, hereby forms a corporation for profit under the laws of the State of Florida,

### ARTICLE I

The name of the corporation is PAN AMERICAN DIAGNOSTICS, INC.

### ARTICLE II NATURE OF BUSINESS

The corporation shall be engaged in the business of importing and/or exporting medical supplies, diagnostic equipment, pharmaceuticals, and/or any other lawful business permitted under the laws of the United States and the State of Florida.

### ARTICLE III CAPITAL STOCK

The maximum number of shares of stock that this corporation is authorized to have outstanding is One Thousand (1000) shares of common stock, each having \$1.00 par value. Each stockholder of the corporation shall be entitled to one (1) vote for each paid, non-assessable share owned by him, and there shall be no cumulative voting. No holder of shares of the corporation of any class now or hereafter authorized shall have any preferential or preemptive right to subscribe for, purchase, or receive any shares of the corporation of any class now or hereafter authorized, or any options or warrants for such shares, which at any time may be issued, exchanged, or offered for sale by the corporation.

### ARTICLE IV DURATION

This corporation shall have perpetual existence.

### ARTICLE V REGISTERED AGENT AND ADDRESS

The initial street and address of the registered office and principal place of business of this corporation in the State of Florida shall be 8993 NW 6<sup>th</sup> Court, Plantation, Florida 33324. The registered agent shall be AUGUSTO J. LECUONA.

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**ARTICLE VI**  
**DIRECTORS**

The number of directors of this corporation shall be such as shall from time to time be fixed by and in the manner provided in the By-Laws of the corporation, but shall at no time be less than one nor more than seven. Except, as otherwise be required by law, vacancies in the Board of Directors and newly created directorships resulting from any increase in the authorized number of directors may be filled by a majority of the directors then in office, although less than a quorum.

**ARTICLE VII**  
**INITIAL DIRECTORS**

The names and post office addresses of the members of the first Board of Directors are:

AUGUSTO J. LECUONA, 8993 NW 6<sup>th</sup> Court, Plantation, Florida 33324.

**ARTICLE VIII**  
**SUBSCRIBER**

The name and post office address of the subscriber(s) to these Articles of Incorporation is:

AUGUSTO J. LECUONA, 8993 NW 6<sup>th</sup> Court, Plantation, Florida 33324.

**ARTICLE IX**  
**INDEMNIFICATION**

The corporation shall, to the fullest extent permitted by the provisions of the Florida Corporation Act, as the same may be amended and supplemented, indemnify any and all persons whom it shall have power to indemnify under said provisions from and against any and all of the expenses, liabilities or other matters referred to in or covered by said provisions, and the indemnification provided for herein shall not be deemed exclusive of any other rights to which those indemnified may be entitled under the By-Laws, agreement, vote of shareholders or disinterested directors or otherwise, both as action in his official capacity and as to action in another capacity while holding such office, and shall continue as to a person who has ceased to be a director or officer, and shall inure to the benefit of the heirs, executors and administrators of such a person.

**ARTICLE X**  
**AMENDMENTS**

The corporation reserves the right to amend, alter, change, or repeal any provisions contained in these Articles of Incorporation, in the manner now or hereafter prescribed by statute

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and all rights, powers, privileges and discretion granted or conferred upon stockholders or directors herein are granted subject to this reservation.

**ARTICLE XI**

This corporation shall commence its existence upon the filing and certification of these Articles of Incorporation.

IN WITNESS WHEREOF, I have hereunto set my hand and seal this 24<sup>th</sup> day of July, 2001.

  
AUGUSTO J. LECUONA

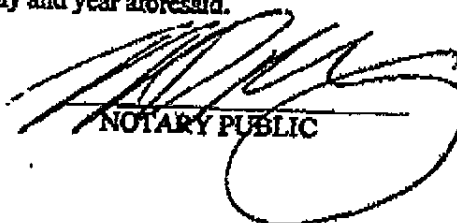
STATE OF FLORIDA

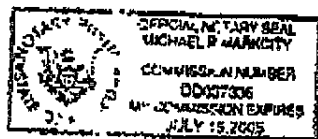
COUNTY OF BROWARD

BEFORE ME, the undersigned authority, personally appeared AUGUSTO J. LECUONA, to me well known and known to me to be the person described in and who executed the foregoing Articles of Incorporation, and hereby acknowledge to me that his/her signature appended thereto is his/her true signature, and that he/she executed said Articles of Incorporation for the purpose therein mentioned and intended.

WITNESS my hand and seal of office on the day and year aforesaid.

My Commission Expires:  
Identification Produced:

  
NOTARY PUBLIC



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**CERTIFICATE DESIGNATING PLACE OF BUSINESS  
OR DOMICILE FOR THE SERVICE OF PROCESS WITHIN THIS STATE  
NAMING AGENT UPON WHOM PROCESS MAY BE SERVED**

PAN AMERICAN DIAGNOSTICS, INC., desiring to organize under the laws of the State of Florida with its principal office at the City of Sunrise, County of Broward, State of Florida, has named AUGUSTO J. LECUONA, 8993 NW 6<sup>th</sup> Court, Plantation, Florida 33324, as its agent to accept service of process within this State.

**ACKNOWLEDGMENT**

Having been named to accept service of process for the above stated corporation, at the place designated in this certificate, I hereby accept to act in this capacity, and agree to comply with the provision of said act relative to keeping open said office.

By:

  
AUGUSTO J. LECUONA

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