

MICHAEL B. LEWIS
TAX ACCOUNTANT
734 NW 141 STREET
MIAMI FL 33168
(305) 681-0039

P01000120588

December 11, 2001

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

600004733916--7
-12/20/01--01020-013
*****78.75 *****78.75

RE: New Corporation

Dear Sir or Madam:

Enclosed are the Articles of Incorporation for: New American Medical Equipment, Inc.

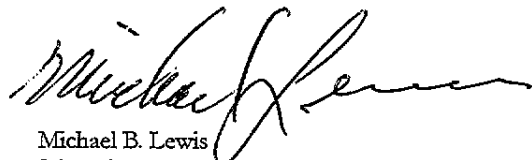
A check in the amount of \$78.75 is enclosed for:

1. Filing fees
2. Resident Agent Registration
3. Certification of Status

FILED
01 DEC 20 PM 12:21
SECRETARY OF STATE
TALLAHASSEE FLORIDA

Please process. If you have any questions, please call at the above number.

Sincerely,


Michael B. Lewis
Managing Agent

12-21-01
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**ARTICLES OF INCORPORATION
OF
New American Medical Equipment, Inc.**

The undersigned for the purpose of forming a corporation under the Florida General Corporation Act hereby adopts the following Articles of Incorporation:

**ARTICLE I
NAME**

The name of the corporation is: New American Medical Equipment, Inc.

**ARTICLE II
COMMENCEMENT AND DURATION**

This corporation shall commence business as of the filing of these Articles of Incorporation. Its existence shall be perpetual.

**ARTICLE III
PURPOSE**

This corporation may transact any and all lawful business for which corporations may be incorporated under the Florida Corporations Act. The principle business activity shall be retail sales of medical equipment.

**ARTICLE IV
CAPITAL STOCK**

The corporation shall issue 500 shares of capital stock at a par value of \$1.00 Per share to Frank Pena.

**ARTICLE V
MANAGEMENT**

This corporation shall have no Board of Directors and all of the corporate powers shall be exercised by, and all the business affairs of the corporation shall be managed by the officer/s of the corporation.

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TALLAHASSEE, FLORIDA

ARTICLE VI
VOTING RIGHTS

The stock holder/s can vote for the election of the officers of the corporation.

ARTICLE VII
SPECIAL MEETINGS – CALL OF

Special meetings of the members may be called at any time, for any purpose by an officer of the corporation or by 20% of all members.

ARTICLE VIII
MEMBERS RIGHTS & RESERVATIONS OF POWER
TO ADOPT, AMEND, AND REPEAL BY-LAWS

The power to make, alter, or amend and repeal the by-laws of the corporation shall be reserved to the Stockholder/s of the corporation.

ARTICLE IX
REGISTERED AGENT/REGISTERED OFFICE

The mailing address and street address of the registered office of the corporation and the registered agent address is:

19621 N W 7th Court
Miami FL 33169

The name of the designated registered agent at the above address is:


Frank Pena

ARTICLE X
INCORPORATORS

The name, office, and address of the incorporators:

Office: President

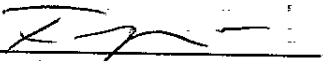
Frank Pena
19621 N W 7th Court
Miami FL 33169



Signature

Office: Registered Agent

Frank Pena
19621 N W 7th Court
Miami FL 33169

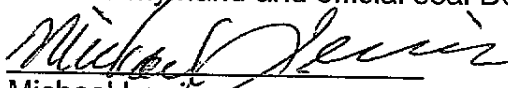


Signature

State of Florida
County of Miami-Dade

Before me, a Notary Public for the State of Florida, on this 11th day of Dec. 2001 personally appeared to me Frank Pena known to be the person described previously and who signed the forgoing Articles Of Incorporation and acknowledged to me that he executed the same freely and voluntarily for the purpose expressed here in.

Witness my hand and official seal Dec. 11, 2001



Michael Lewis
2005
Notary Public
State of Florida

My commission expires: Nov 11,



Michael Lewis
Commission # DD 063693
Expires Nov. 11, 2005
Bonded Through
Atlantic Bonding Co., Inc.

ARTICLE XI

STATEMENT OF REGISTERED AGENT

I, Frank Pena, accept the office of Registered Agent, and agree to follow the instructions for Registered Agents, as defined by the State of Florida Statutes. I am located at:

19621 N W 7th Court
Miami FL 33169
Phone number: (305) 652-0260



Signature

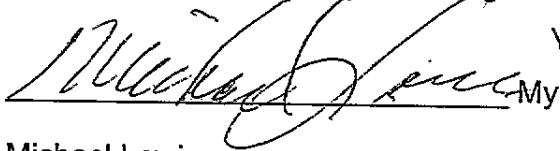
The initial registered office is located at:

19621 NW 7th Court
Miami FL 33169
Phone number: (305) 652-0260

State of Florida
County of Miami-Dade

Sworn to and subscribed before me, a Notary Public for the State of Florida, this 11th day of Dec. 2001

By the above named Registered Agent.



My commission expires Nov. 11, 2005

Michael Lewis
Notary Public



Michael Lewis
Commission # DD 063693
Expires Nov. 11, 2005
Bonded Thru
Atlantic Bonding Co., Inc.

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TALLAHASSEE FLORIDA

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