

TRANSMITTAL LETTER

P02600010486

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

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-01/24/02--01022--010
*****78.75 *****78.75

SUBJECT: NGU Medical Diagnostics, Inc.
(PROPOSED CORPORATE NAME - MUST INCLUDE SUFFIX)

Enclosed are an original and one (1) copy of the articles of incorporation and a check for:

☐ \$70.00
Filing Fee

☒ \$78.75
Filing Fee
& Certificate of Status

☐ \$78.75
Filing Fee
& Certified Copy

☐ \$87.50
Filing Fee,
Certified Copy
& Certificate of
Status

ADDITIONAL COPY REQUIRED

FROM: JANICE M. HEROD
Name (Printed or typed)

4338 OUTRIGGER LANE
Address

TAMPA, FL 33615
City, State & Zip

813-884-4428
Daytime Telephone number

02 JAN 24 AM 10:52
SECRETARY OF STATE
TALLAHASSEE FLORIDA

FILED

NOTE: Please provide the original and one copy of the articles.

ARTICLES OF INCORPORATION
OF
NGU MEDICAL DIAGNOSTICS, INCORPORATED

The undersigned incorporator hereby executes and acknowledges these Articles of Incorporation for the purpose of forming a business for profit in accordance with the laws of the State of Florida.

FILED
02 JAN 24 11 10 AM '22
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLE I

The name of this business shall be:

NGU MEDICAL DIAGNOSTICS, INCORPORATED

ARTICLE II

The general purpose for which this business is organized is the transaction of any and all lawful business, for which businesses may be incorporated under Chapter 607, Florida Statutes, of the State of Florida, and any amendments thereto, and under the laws of the United States of America, and in connection, therewith, this business shall have and may exercise any and all powers conferred from time to time by law upon businesses and corporations formed under such act.

ARTICLE III

Capital Stock

(a) The aggregate number of shares of capital stock authorized to be issued by this corporation shall be 100,000,000 shares of common stock with a par value of \$.065 per share. Each share of said stock shall entitle the holder thereof to one vote at every annual or special meeting of the stockholders of this corporation. The consideration for the issuance of said shares of capital may be paid in whole or in parts, in cash, in other property (tangible or intangible), or in labor and services actually performed for the corporation, at a fair valuation to be fixed by the Board of Directors. When issued, all shares of stock shall be fully paid and nonassessable.

(b) In the election of directors of this corporation there shall be no cumulative voting of the stock entitled to vote at such election.

ARTICLE IV

Existence of Corporation

This corporation shall have perpetual existence.

ARTICLE V

Registered Office and Registered Agent

The initial registered office of this corporation shall be located at 4338 Outrigger Lane, Tampa, Florida, 33615, and the initial registered agent of this corporation at such office shall be Janice M. Herod.

This corporation shall have the right to change such registered office and such registered agent from time to time as provided by law.

ARTICLE VI

Board of Directors

The initial Board of Directors shall consist of member(s) to hold office until his/her successors have been duly elected and qualify. The name and street address of each director are as follows:

<u>NAME</u>	<u>ADDRESS</u>	<u>TITLE</u>
Donald A. Sims	808 Brooker Road Brandon, FL 33511	President
Janice M. Herod	4338 Outrigger Lane Tampa, FL 33615	Secretary

ARTICLE VII

Incorporator

The name and street address of the incorporator making these Articles of Incorporation is:

<u>NAME</u>	<u>ADDRESS</u>
Janice M. Herod	4338 Outrigger Lane Tampa, FL 33615

ARTICLE VIII

By-Laws

(a) The power to adopt the By-Laws of this corporation, to alter, amend or repeal the By-Laws, or to adopt new By-Laws shall be vested in the Board of Directors of the Corporation, provided, however, that any By-law or amendment thereto as adopted by vote of the stockholder entitled to vote thereon, or a new By-Law in lieu of thereof may be adopted by vote of the stockholders.


(b) The By-Laws of this Corporation shall be for the government of this corporation and may contain any provisions or requirements for the management or conduct of the affairs or requirements for the management or conduct of the affairs and business of this corporation, provided the same are not inconsistent with the provisions of these Articles of Incorporation, or contrary to the laws of the State of Florida or the United States of America.

ARTICLE IX

Amendment of Articles of Incorporation

This 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, and all rights conferred upon the stockholders herein are subject to this reservation.

IN WITNESS WHEREOF, the undersigned incorporator has executed these Articles of Incorporation for the uses and purposes therein stated.

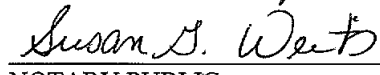


JANICE M. HEROD
4338 Outrigger Lane
Tampa, FL 33615

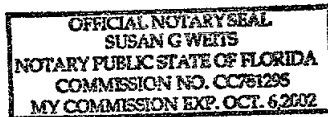
STATE OF FLORIDA
COUNTY OF HILLSBOROUGH

BEFORE ME, the undersigned authority, on this day personally appeared, JANICE M. HEROD, to me well known to be the person described in and who signed the foregoing Articles of Incorporation, and acknowledged to me that he/she executed same, freely and voluntarily for the uses and purposes therein expressed, as Incorporator.

WITNESS, by hand and official seal on the 7 day of January, ²⁰⁰²~~2000~~.



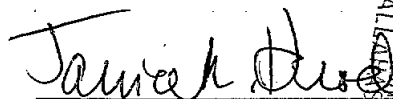
NOTARY PUBLIC
State of Florida at Large



ACCEPTANCE OF REGISTERED AGENT

Having been named to accept service of process for NGU Medical Diagnostics, Inc., ^{INCORPORATED} at the place designated in the Articles of Incorporation, Janice M. Herod agrees to act in this capacity, and agrees to act in this capacity, and agrees to comply with the provisions of Section 48.901 relative to keeping open such office.

Dated: 1-7-02



JANICE M. HEROD

