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## Florida Department of State

Division of Corporations
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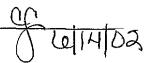
## FLORIDA PROFIT CORPORATION OR P.A.

MEDITEC INTERNATIONAL INC.

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SECRETARY OF STATE TALLAHASSEE FLORIDA

FLORIDA DEPARTMENT OF STATE
Katherine Harris
Secretary of State

June 13, 2002

EXPRESS CORPORATE FILING SERVICE INC.

SUBJECT: MEDITEC INTERNATIONAL, INC. REF: W02000017339

We received your electronically transmitted document. However, the document has not been filed. Please make the following corrections and refax the complete document, including the electronic filing cover sheet.

You must list at least one incorporator with a complete business street address.

If you have any further questions concerning your document, please call (850) 245-6930.

Donna Graves Document Specialist New Filing Section

FAX Aud. #: H02000152124 Letter Number: 302A00038932

Division of Corporations - P.O. BOX 6327 - Tallahassee, Florida 32314

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SECRETARY OF STATE TALLAHASSEE FLORIDA

ARTICLES OF INCORPORATION

OF

MEDITEC INTERNATIONAL INC

\*\*\*\*\*\*\*\*\*

THE UNDERSIGNED does hereby associate herself for the purpose of forming a corporation under the Laws of the State of Florida, and does hereby certify as follows:

ARTICLE 1. - NAME.

The name of the Corporation shall be: <u>MEDITEC INTERNATIONAL, INC.</u> And its principal place of business shall be located at 780 SW 66 AVE\_PLANTATION, FL 33317

ARTICLE II - PURPOSE

A. To carry on and engage in

THE SALE OF MEDICAL PRODUCTS.

B. To carry on and engage in any business or activity which maybe be authorized and permitted under and by virtue of the Laws of the United States of America or the State of Florida.

ARTICLE III. - CAPITAL STOCK.

The Corporation shall be authorized to issue capital stock in the following manner, to-wit-

Five Hundred (500) Shares of Common Stock, One Dollar (\$1) Par Value.

ARTICLE IV. - POWERS.

The powers of the Corporation shall include all those conferred by the Bylaws of the Corporation and the Laws of the State of Florida.

ARTICLE V. - TERM OF EXISTENCE.

The Corporation shall have perpetual existence in accordance with the Laws of the State of Florida.

ARTICLE VI. - REGISTERED AGENT AND REGISTERED OFFICE.

The Registered Agent for the Corporation shall be <u>ROSEMARY BECERRA</u> and the Registered Office shall be located at <u>780 SW 66 AVENUE PLANTATION</u>, FL 33317, or

such other person or such other pluce as the Director or Board of Directors may, from time to time, direct, with appropriate notice being given to the Secretary of State, in accordance with applicable Florida

#### OFFICERS AND MANAGEMENT OF CORPORATION. ARTICLE YU. -

The affairs of the Corporation shall be amnaged by its officer and/or officers, subject, however, to the direction of the Shareholders, except to the extent that the Director or Board of Directors chall have delegated the responsibility for such management under the provisions of these Articles of incorporation and in accordance with the Hylaws of the Corporation. The officers of the Corporation may consist of a President, in addition to such editor officers that the Director or Board of Directors may, if he or they so desire, choose to elect. The name and address of the officer who shall serve until the first election by the Board of Directors shall be as follows:

Manue

Office

Address

ROSEMARY BECERRA

President

780 SW 66 AVENUE

PLANTATION FL. 33317

ARTICLE VIII. -BOARD OF DIRECTORS.

The Corporation shall be governed by a Board of Directors which may consist of one (1), but not more than five (5) persons.

ARTICLE IX. -INITIAL DIRECTOR OR DIRECTORS.

The nations and addresses of the person or persons who shall serve as the initial Director of eard of Directors until the first annual meeting of the Corporation, or until his or their encecssor or successors are elected and qualify, shall be us follows:

Name

Addross

ROSEMARY BECERRA

780 SW 66 AVENUE

PLANTATION, FL 33317.

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ARTICLE X. INCORPORATOR OR INCORPORATORS.

The names and addresses of the incorporator or incorporators subscribing to these Articles of incorporation are as follows:

Address

Number of Shares Amount Of

Subscribed

ROSEMARY BECERRA

780 SW 66 AVENUE

Shares

\$500.00

PLANTATION, FL 33317

TOTALS: 500

\$500.00

INDEMNIFICATION OF OFFICERS AND DIRECTORS.

Each Director and Officer of the Corporation shall be indemnified by the Corporation for all expenses and limbilities, including attorney's focs incurred or imposed upon such Director or Officer in connection with any reason of his being or having been a Director or Officer of the Corporation. The foregoing right of indemnification thall be in addition to and not exclusive of any other rights to which such Director or Officer may be entitled.

ARTICLE XII. -

**YOTING RIGHTS** 

That except as may otherwise provided by law, the total voting power for the election of Directors of the Corporation shall be vessed selely and exclusively in the bolders of the outstanding plants of the capital stock of the Corporation.

> ARTICLE XIII. -BYLAWS.

The original Syluws of the Corporation shall be adopted by a majority vote of the Shareholders of the Corporation present at a meeting of the Shareholders called for such purpose, at which a majority of the Shureholders is present, and thereafter the Bylaws of the Corporation may be amended, altered or rescinded by the vote of the Shurchelders of the Corporation. Amendments to the Bylows or to these

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Articles of Incorporation may be proposed by the Shareholders or by the Director or Board of Director in the manner as provided in the Bylaws and in accordance with the Laws of the State of Florida.

IN WITNESS WHEREOF, we have hereunto set out hands and seals at Miami, Dade County,

Florida this 10 day of June , 2002.

Resembly Becerraiseals

STATE OF FLORIDA )

Ingrid M. Peijoo
Commission # 00 315411
Expires Mar. 8, 2003
Bonded These
Atlantic Bending Co., Inc.

COUNTY OF DADE ) ss:

BEFORE ME, the undersigned authority, this date personally appeared

ROSEMARY BECERRA to me well known to be the individual described above who executed the foregoing Articles of Incorporation for the uses and purpose therein expressed.

WITNESS my hand and official seal in said County and State this 10th day of 10 me

2002.

Notary Public, State of Florida at Large

My commission Expires: 3 8 200 3

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SECRETARY OF STATE TALLAHASSEE FLORIDA

### CERTIFICATE ACCEPTING DESIGNATION AS REGISTERED AGENT

I HEREBY CERTIFY that I have accepted the designation as Registered Agent of

MEDITEC INTERNATIONAL. INC and agree to serve as its Registered Agent to accept service of process within this State at its Registered Office located at

780 SW 66 AVENUE PLANTATION, FL 33317.

ROSEMARY BECERRA

Rosmary

Registered Agent