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Terri Cmorey
2842 Kelly Brook Lane
Deerfield Beach, Florida 33442

September 24, 2002

FILED
02 SEP 30 AM 10:46
SECRETARY OF STATE
TALLAHASSEE FLORIDA

Division Of Corporations
PO Box 6327
Tallahassee, Florida 32314

Re: American Medical Infrared Inc.

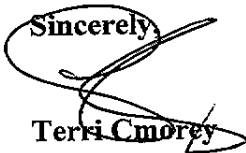
Dear Sirs:

Enclosed please find an original and one copy of the Articles of Incorporation for the above captioned corporation. Also enclosed is a check for \$78.75, broken down as follows:

Filing Fee	\$35.00
Certified Copy	\$8.75
Registered agent designation	<u>35.00</u>
TOTAL	\$78.75

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*****78.75 *****78.75

Please incorporate and return a certified copy of the Articles to me.

Sincerely

Terri Cmorey

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**Articles of Incorporation
Of
American Medical Infrared Academy**

The undersigned, for the purposes of forming a corporation under the Florida General Corporation Act, do hereby adopt the following Articles of Incorporation:

**Article I
Name Of Corporation**

The name of the corporation is as follows:

American Medical Infrared Academy Inc.

**Article II
Duration**

The duration of the corporation is perpetual:

**Article III
General Purpose**

The general purposes for which the organization is organized are:

1. To engage in any activity or business permitted under the laws of the State of Florida.
2. To do such other things as are incidental to the foregoing or necessary or desireable in order to accomplish the foregoing.
3. To have a corporate seal, which may be altered at pleasure and to use the same by causing it, or a facsimilie thereof, to be impressed, affixed, or in any other manner reproduced.
4. To purchase, take receive, lease, or otherwise acquire, own, hold, improve, use, and otherwise deal in and with real or personal property or any interest therein, wherever situated.
5. To sell, convey, mortgage, pledge, create security interest in, lease, exchange, transfer, and otherwise dispose of all or any part of its property and assests.
6. To lend money to, and use its credit to assist, its officers and employees in accordance with Section 607.141.
7. To purchase, take, receive, subscribe for, or otherwise acquire, own, hold, vote, use, employ, sell, mortgage, lend, pledge, or otherwise dispose of, and

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otherwise use and deal in and with, shares or other interests in, or obligations of, other domestic or foreign corporations, associations, partnerships, or individuals, or direct or indirect obligations of the United States or of any other government, state, territory, governmental district, or municipality or of any instrumentality thereof.

8. To make contracts and guarantees and incur liabilities, borrow money at such rates of interest as the corporation may determine, issue its notes, bonds, and other obligations, and secure any of its obligations by mortgage or pledge of all or any of its property, franchises, and income.
9. To lend money for its corporate purposes, invest and reinvest its funds, and take hold real and personal property as security for the payment of funds so loaned or invested.
10. To conduct its business, carry on its operations, and have offices and exercise the power granted by this act within or without this state.
11. To elect or appoint officers and agents of the corporation and define their duties and fix their compensation.
12. To make and alter by-laws, not inconsistent with its articles of incorporation or with the laws of this state, for the administration and regulation of the affairs of the corporation.
13. To make donations for the public welfare or for charitable, scientific, or educational purposes.
14. To transact any lawful business which the Board of Directors shall find will be in aid of governmental policy.
15. To pay pensions and establish pension plans, profit sharing plans, stock bonus plans, stock option plans, and other incentive plans for any of all of its directors, officers, and employees of its subsidiaries.
16. To be a promoter, incorporator, general partner, limited partner, member, associate, or manager of any corporation, partnership, limited partnership, joint venture, trust, or other enterprise.

ARTICLE IV

Capital Stock

The aggregate number of shares which the corporation shall have authority to issue is 100 shares of common stock at \$1.00 par value.

ARTICLE V

Address

The street address of the initial office of the corporation is 2842 Kelly Brook Lane, Deerfield Beach, Florida 33442

ARTICLE VI

Directors

The number of directors constituting the initial Board of Directors of the corporation is one (1). The name and addresses of each person who is to serve as a member of the initial Board of Directors until the first annual meeting of shareholders or until their successors are elected and shall qualify is:

NAME:	OFFICE:	ADDRESS:
Terri Cmorey	President	2842 Kelly Brook Lane Deerfield Beach, Florida 33442
Robert Barnes	Vice President	7407 Dover Lane Parkland, Florida 33067

ARTICLE VII

Incorporator

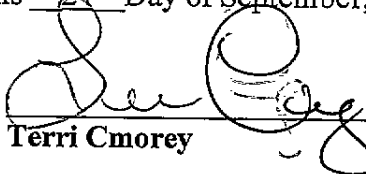
The name and address of the incorporator is Terri Cmorey, 2842 Kelly Brook Lane, Deerfield Beach, Florida 33442

ARTICLE VIII

Indemnification of Officers and Directors

This corporation shall indemnify its officers and directors to the fullest extent permitted by law either now or hereafter.

IN WITNESS WHEREOF, the undersigned has executed these Articles of Incorporation this 24 Day of September, 2002.



Terri Cmorey

STATE OF FLORIDA)
) SS.
COUNTY OF BROWARD)

BEFORE ME, a notary public authorized to take acknowledgments in the State and County set forth above, personally appeared **Terri Cmorey** known by me to be the person who executed the foregoing Article of Incorporation and who acknowledged before me that he executed those Articles of Incorporation.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed my official seal this 24th day of September 2002.

George F. Peloquin 9/24/2002
Notary Public

My Commission Expires:



George F. Peloquin
Commission # CC 808757
Expires Mar. 30, 2003
Bonded Thru
Atlantic Bonding Co., Inc.

**SERVICE OF PROCESS WITHIN THIS STATE, NAMING AGENT
UPON WHOM PROCESS MAY BE SERVED.**

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SECRETARY OF STATE
TALLAHASSEE FLORIDA

In pursuance of Chapter 48.091, Florida Statutes, the following is submitted in compliance with said Act:

The American Medical Infrared Academy desiring to organize under the laws of the State of Florida with its principal office as indicated in the Articles Of Incorporation at 2842 Kelly Brook Lane, Deerfield Beach, Florida 33442 has named Terri Cmorey as its agent to accept service of process within this state.

ACKNOWLEDGMENT

Having been named to accept service of process for the above started 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: 

Terri Cmorey