

PO2000124435

(Requestor's Name)

(Address)

(Address)

(City/State/Zip/Phone #)

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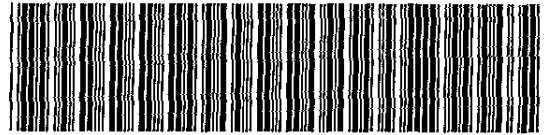
(Business Entity Name)

(Document Number)

Certified Copies \_\_\_\_\_ Certificates of Status \_\_\_\_\_

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11/18/02--01060--001 \*\*35.00

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2002 NOV 18 AM 9:17  
CLERK OF STATE  
TALLAHASSEE, FLORIDA

11/22/02

TRANSMITTAL LETTER

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2002 NOV 18 AM 9:17

DEPARTMENT OF STATE  
TALLAHASSEE FLORIDA

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

SUBJECT: EDIREN MEDICAL CORP.

(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: RENE CABRERA

Name (Printed or typed)

4201 S.W. 11TH STREET

Address

MIAMI, FLORIDA 33134

City, State & Zip

(305) 444-6902

Daytime Telephone number

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

**ARTICLES OF INCORPORATION**

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**OF**  
**EDIREN MEDICAL CORP.**

SECRETARY OF STATE  
TALLAHASSEE FLORIDA

The undersigned hereby agrees to organize a corporation in accordance with Chapter 617, Florida Status ( the " Florida General Corporation Act ") as follows:

**ARTICLE I. NAME**

The name of the Corporation is: **EDIREN MEDICAL CORP.**

**ARTICLE II. CORPORATE EXISTENCE**

The existence of the Corporation shall be perpetual commencing upon the filing of these Articles of Incorporation unless dissolved according to law.

**ARTICLE III. NATURE OF BUSINESS**

The general nature of the business is primarily to engage in General Business or any activity, business or enterprise permitted under the laws of the United States of America and the State of Florida.

**ARTICLE IV. CAPITAL STOCK**

The aggregate number of shares which the Corporation shall have authority to issue and have outstanding at any one time is One Thousand (1000) shares of common stock.  
One ( \$ 1.00 ) Par Value.

No shareholder of the corporation shall enter into a voting trust agreement or any other type of agreement vesting another person with the authority to exercise the voting power of any or all of these stocks.

**ARTICLE V. INITIAL OFFICE**

The initial address of the principal office of the Corporation shall be:  
4201 S.W. 11<sup>TH</sup> STREET MIAMI, FLORIDA 33134

Prepared by: **Cabrera & Associates**  
4201 S.W. 11th Street  
Miami, Fl. 33134 (305-444-6902)

DEPARTMENT OF STATE  
#be TWO (2) FLORIDA

**Signature**

**FILED**

2002 NOV 18 AM 9:17

SECRETARY OF STATE  
TALLAHASSEE FLORIDA

**II**

The Board of Directors may, from time to time, move the Registered Office of the Corporation to any other address in the State of Florida.

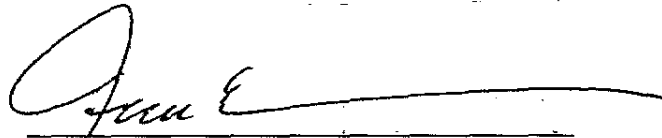
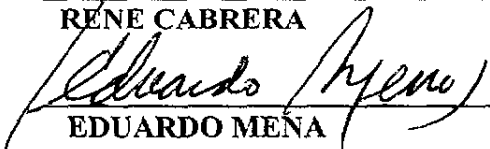
**ARTICLE IX. PREEMPTIVE RIGHTS**

Every shareholder shall have the right to purchase his pro-rata share thereof ( as nearly as may be done without issuance of fractional shares ) of any or all the shares previously issued, and/or any new issue of stocks for cash of this corporation at the price at which it is offered to others.

**ARTICLE X. INDEMNIFICATION**

The Corporation shall indemnify any officer or director, or any former officer or director pursuant to the provisions of Section 607.014 of the Florida Statutes as amended.

**IN WITNESS WHEREOF**, The Incorporator (s) have signed these Articles of Incorporation this 14<sup>TH</sup> DAY OF NOVEMBER 2002.

  
\_\_\_\_\_  
RENE CABRERA  
  
\_\_\_\_\_  
EDUARDO MENA