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EXPRESS CORPORATE FILING SERVICE INC.
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CORPORATION NAME(S) & DOCUMENT NUMBER(S) (if known):

1. FLORIDA MEDICAL EQUIPMENT DISTRIBUTOR INC.
(Corporation Name) (Document #)
2. ______
(Corporation Name) (Document #)
3. ______
(Corporation Name) (Document #)
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	NEW FILINGS
X	Profit
	NonProfit
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	Domestication
	Other

	AMENDMENTS
	Amendment
	Resignation of R.A., Officer/ Director
	Change of Registered Agent
	Dissolution/Withdrawal
	Merger

	OTHER FILINGS
	Annual Report
	Fictitious Name
	Name Reservation

	REGISTRATION/ QUALIFICATION
	Foreign
	Limited Partnership
	Reinstatement
	Trademark
	Other

Examiner's Initials	

CR2E031(9/92)

FLORIDA DEPARTMENT OF STATE
Ken Detzner
Secretary of State

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TALLAHASSEE, FLORIDA

January 22, 2003

EXPRESS CORPORATE FILING

SUBJECT: FLORIDA MEDICAL EQUIPMENT DISTRIBUTOR INC.
Ref. Number: W03000001785

We have received your document for FLORIDA MEDICAL EQUIPMENT DISTRIBUTOR INC. and your check(s) totaling $78.75. However, the enclosed document has not been filed and is being returned for the following correction(s):

The name of the entity must be identical throughout the document.

If you have any further questions concerning your document, please call (850) 245-6067.

Neysa Culligan
Document Specialist
New Filing Section

Letter Number: 803A00003469

CERTIFICATE OF INCORPORATION
OF
FLORIDA MEDICAL EQUIPMENT DISTRIBUTOR INC.

We, the undersigned, in order to form a corporation for the purposes hereinafter stated, under and pursuant to the provisions of the Several Acts of Legislature of the State of Florida, do hereby subscribe to this certificate of incorporation.

FIRST: The name of the corporation is :

FLORIDA MEDICAL EQUIPMENT DISTRIBUTOR INC.

and its principal place of business will be at:

4616 SW 74 AVENUE MIAMI, FLORIDA 33155

SECOND: The business of this corporation shall be to engage in any and all lawful business or businesses.

THIRD: The corporation shall have one class of stock, namely common, voting and participating. Each share of stock shall be $1.00 par value and the maximum number of shares to be issued and outstanding at any one time is 1000.

All of such stock shall be issued as fully paid for and exempted from assessment. Such stock may be paid for in property, labor or services and property and labor or services may be purchased or paid for by the corporation with such stock. Likewise stock of other corporations or going businesses may be purchased by corporation in return for this corporation's stock. Such property, labor, services and stock of other corporations and going business shall be at just valuation determined by the Board of Directors. This corporation may purchase, trade, or otherwise acquire, hold or re-issue shares of its own stock.

FOURTH: The amount of capital with which the corporation shall begin business will not be less than FIVE HUNDRED ($500.) DOLLARS.

FIFTH: The existence of the corporation shall be perpetual.

SIXTH: The board of directors shall consist of no fewer than one or more than seven directors.

SEVENTH: The common stock of this corporation shall be issued pursuant to the requirements of section 1244 of the Internal Revenue code and the regulations issued thereunder.

EIGHTH: The names and post office address of the first officers and directors who, subject to the provisions of this certificate of incorporation, the By-laws and the laws of the state of Florida thereunto appertaining, shall hold office for the first year of the corporation's existence or until their successors are elected and shall have qualified, are as follows:

Office	Name	Post office address
President	ARMANDO LLADO	4616 SW 74 AVENUE MIAMI, FLORIDA 33155
V President	ARMANDO LLADO	4616 SW 74 AVENUE MIAMI, FLORISA 33155
Secretary	ARMANDO LLADO	4616 SW 74 AVENUE MIAMI, FLORIDA 33155

NINTH: The name and post office address of each subscriber to the Certificate of Incorporation and the number of shares of stock which each agrees to take are as follows:

Name	Post office address	Stock#
ARMAMDO LLADO	4616 SW 74 AVENUE MIAMI, FLORIDA 33155	

For the stock the above-named party will pay the sum of Five and no/100 (5.00) Dollars--------------for each share of stock, or a total of FIVE HUNDRED and no/100 (500.00) DOLLARS.

TENTH: The stockholders of this corporation may divide themselves into groups for the purposes of obtaining unit control in the corporation, and when any agreement shall be binding upon the corporation, it shall be recognized by the directors and shall be observed by the officers and agents of the corporation; and particularly the stockholders are authorized to include in such agreements entered into between themselves provisions which will confer upon the individual groups the power to elect certain numbers of directors and, in particular, the stockholders may include in agreements between themselves the following as valid matters of agreement, to wit:

(a) The manner and method in which the persons by whom directors may be elected.

(b) Any limitations upon the transferability or assignment of the stock.

(c) The conferring of preemptive rights of purchase upon stockholders as conditions precedent to the sale of any other stock.

(d) The making of By-Laws and rules for holding meetings and what constitutes a quorum therefore.

(e) Any matters related to effectuating the purposes included in any of the foregoing matters.

Agreements between stockholders shall continue binding upon the corporation until there is filed with the President and secretary of the corporation, in duplicate, a written instrument signed by the persons who originally created such stockholder agreement (or their successors in ownership, providing such succession in ownership shall have been accomplished in accordance with the terms of the stockholders agreement) consenting to the revocation and cancellation of the agreement among the stockholders.

ELEVENTH: Cumulative voting may be permitted by the terms of the by-laws.

TWELFTH: Nestor Coronado, Registered office
at 7360 Coral Way Suite 21, Miami, Florida 33155

agent for service of process upon this corporation, subject nevertheless to the right of this corporation to change such resident agent and the office location of place of business for service of process in the manner provided in Section 48.091(1) of Florida Statues.

IN WITNESS WHEREOF, the parties hereto have hereunto set their hand and seals this 17 day of January, 2003 .

Signed, sealed and delivered
in the presence of (As to all)

_______________________ (Seal)
ARMANDO LLADO

Having been named to accept service of process for the above stated corporation, at the place designated in this certificate, I hereby agree to act in this capacity, and I further agree to comply with the provisions of all statutes relative to the proper and complete performance of my duties.

_______________________ (Seal)
Nestor Coronado

STATE OF FLORIDA)
) SS:
COUNTY OF DADE)

BE IT REMEMBERED that on this day personally appeared before me the undersigned notary public in and for the State of Florida.

ARMANDO LLADO

parties to the foregoing certificate of incorporation, known to me personally to be such, upon their oath,they acknowledged the same to be the act and deed of such signers and that the facts therein stated are truly set forth.

WITNESS my hand and official seal at Miami, said

county and State, this 17 day of January, 2003 .

(SEAL)

Ramona Coronado, Notary Public
State of Florida

NOTARY PUBLIC STATE OF FLORIDA
OFFICIAL NOTARY SEAL
RAMONA CORONADO
COMMISSION NUMBER
DD047911
MY COMMISSION EXPIRES
AUG. 23,2005

Personally known__________ or Produced Identification ____X_____
Type of Identification Produced:_FLDL L300-000-72-300-0

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03 JAN 24 PM 1:43