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FILED
03 MAY 13 AM 9:30
SEAL OF THE STATE
TALLAHASSEE, FLORIDA

L. SMITH MAY 22 2003

May 6, 2003

Corporate Records Bureau
Division of Corporations
Department of State,
P.O. Box 6327
Tallahassee, FL 32301

re: Ultra Sounds Plus, Incorporated

Dear Sirs,

Enclosed is an original and duplicate copy of the Articles of Incorporation for the above proposed corporation.

Please endorse your approval of the Articles of Incorporation, certify and return a copy to me.

My check for the amount of \$78.75 is enclosed to cover the costs for the incorporation.

Sincerely,

A handwritten signature in black ink, appearing to read "Mathew Smith Parker". The signature is fluid and cursive, with a large initial "M" and a long, sweeping underline.

Mathew Smith Parker
1538 5th Avenue
Jacksonville Beach, Fl., 32250

MSP/jp
encs.

ARTICLE OF INCORPORATION
of
ULTRASOUNDS PLUS, INCORPORATED

The undersigned, for the purpose of forming a corporation under the Florida General Corporation Act hereby adopt the following articles of incorporation:

ARTICLE ONE

The name of the corporation is: **ULTRASOUNDS PLUS, INCORPORATED**

ARTICLE TWO

The term of existence of the corporation is perpetual.

ARTICLE THREE

Purpose

The corporation may transact any and all lawful business for which corporations may be incorporated under the Florida General Corporation Act.

ARTICLE FOUR

Capital Stock

The aggregate number of shares which the corporation has authority to issue is 100, all of which shall be common shares with a par value of \$1.00. All of said stock shall be payable in cash, property, labor or services at a just valuation to be fixed by the Board of Directors at a meeting called for that purpose; and any and all such shares so issued, the full consideration for which has been paid or delivered shall be deemed fully paid stock and not liable to any further call or assessments thereof, and the holder of such shares shall not be liable for any further payment thereon.

ARTICLE FIVE

The amount of capital with which this corporation may commence business is \$ 500. 00

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TALLAHASSEE, FLORIDA

ARTICLE SIX

Registered Office

The address of the Corporation's principal office and its registered office address is 1538, 5TH Avenue, Jacksonville Beach, Florida, 32250.

The name of the initial registered agent at such address is: **Mathew Smith Parker.**

ARTICLE SEVEN

Acceptance of Designation of Resident Agent

I, **Mathew Smith Parker**, hereby accept the designation of Registered Agent for said corporation, as indicated by my signature hereafter.

Mathew S. Parker

ARTICLE EIGHT

Directors

The number of Directors of this Corporation shall not be less than one (1), nor more than three (3), but the number of such directors shall be subject to change as the By-Laws of this Corporation may, from time to time, provide.

The name and street address of the initial director(s) of this Corporation, who shall hold office for the first year or until successors are elected and have qualified shall be:

Name

Address

Mathew Smith Parker

1538 5th Avenue,
Jacksonville Beach,, Florida 32250

ARTICLE NINE

Incorporator

The name and address of the incorporator is: **Mathew Smith Parker, 1538 5th Avenue, Jacksonville Beach, Florida, 32250.**

ARTICLE TEN

Commencement of Existence

The corporation shall be deemed to commence its existence upon the filing of the articles of incorporation.

ARTICLE ELEVEN

This certificate of incorporation may be amended as provided by Statute by the Stockholders of this Corporation.

ARTICLE TWELVE

Informal Shareholder Actions

Any Action of the shareholders may be taken without a meeting if consent in writing, setting forth the action to be taken, shall be signed by all the persons who would be entitled to vote upon such action at a meeting and filed with the secretary of the corporation as part of the corporation records.

ARTICLE THIRTEEN

Pre-emptive Rights

Each shareholder of this corporation shall have the first right to purchase shares (and securities convertible into shares) of any class, kind or series of stock in this corporation that may from time to time be issued (whether or not presently authorized), including shares from the treasury of this corporation in the ratio that the number of shares he holds at the time of issue bears to the total number of shares outstanding exclusive of treasury shares. The right shall be deemed waived by any shareholder who does not exercise it and pays for the share pre-empted within thirty (30) days of receipt of a notice in writing from the corporation stating prices, terms and conditions of the issued shares and inviting him to exercise his pre-emptive rights. This right may also be waived by affirmative written waiver submitted by the shareholder to the corporation within thirty (30) days of receipt of notice from the corporation.

IN WITNESS WHEREOF, I/we have hereunto set my/our hands and seals and acknowledge the foregoing Certificate of Incorporation, this 9 day of May, 2003.

Matthew S. Parker
Incorporator

STATE OF FLORIDA
COUNTY OF DUVAL

On this 9 day of May, 2003, before me the undersigned officer, personally appeared, Matthew Smith Parker, who is personally known to me or who produced as identification, N/A, and who is shown to be the person whose name is subscribed to the within instrument, and acknowledged that he executed the same for the purpose therein contained.

IN WITNESS WHEREOF, I have hereunto set my hand and official seal.



Mary Anne Johnson
MY COMMISSION # CC872025 EXPIRES
December 21, 2008

Mary Anne Johnson

My Commission Expires:

Notary Public: State of Florida

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03 MAY 13 AM 9:30
SECRETARY OF STATE
TALLAHASSEE, FLORIDA