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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

6-25-03
28

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DAVID M. BECKERMAN

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June 20, 2003

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

Re: The Incorporation of Vestibular Diagnostics, Inc.,

Dear Sir/Madam:

Enclosed are an original and one (1) copy of the Articles of Incorporation and a check for Eighty Seven Dollars and 50/100 (\$87.50), representing payment for the filing fee, certified copy and certificate of status. Please forward the certificate and certified copy to my office at your earliest convenience.

Thank you for your cooperation. If you have any questions, please contact me.

Very truly yours,



David M. Beckerman

DMB/dme
Enclosures

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ARTICLES OF INCORPORATION

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLE I. NAME

The name of this Florida corporation is:

Vestibular Diagnostics, Inc.,

ARTICLE II. ADDRESS

The corporation's mailing address is:

Vestibular Diagnostics, Inc.,
7000 West Palmetto Park Road, Suite 500
Boca Raton, FL 33433

ARTICLE III. REGISTERED AGENT

The name and address of the Corporation's registered agent is:

Gregg M. Hollander, Esq.,
The Hollander Law Firm, P.A.
7000 West Palmetto Park Road, Suite 500
Boca Raton, FL 33433

ARTICLE IV. OFFICERS AND DIRECTORS

The name of each member of the initial Board of Directors and the Corporation's officers are:

Gregg M. Hollander - Director - President

Gregg M. Hollander, Esq.,
The Hollander Law Firm, P.A.
7000 West Palmetto Park Road,
Suite 500
Boca Raton, FL 33433
(561) 347-7770

The affairs of the Corporation shall be managed by a Board of Directors consisting of no less than one director. The initial Board of Directors shall consist of one Director. The number of directors may be increased or decreased from time to time in accordance with the Bylaws of the Corporation. The election of directors shall be done in accordance with the Bylaws. The directors shall be protected from personal liability to the fullest extent permitted by law.

ARTICLE V. CAPITAL STOCK

The Corporation shall have the authority to issue 1,000 shares of common stock, no par value per share.

ARTICLE VI. INCORPORATOR

The name and address of the incorporator is:

Gregg M. Hollander, Esq.,
The Hollander Law Firm, P.A.
7000 West Palmetto Park Road,
Suite 500
Boca Raton, FL 33433
(561) 347-7770

ARTICLE VII. CORPORATE EXISTENCE

These Articles of Incorporation shall become effective and the corporate existence will begin on June 20, 2003.

The undersigned incorporator executed these Articles of Incorporation on June 20, 2003



Gregg M. Hollander, Esq.,

Gregg M. Hollander, Esq.,
The Hollander Law Firm, P.A.
7000 West Palmetto Park Road,
Suite 500
Boca Raton, FL 33433
(561) 347-7770

CERTIFICATION OF DESIGNATION OF REGISTERED AGENT/OFFICE CORPORATION

Vestibular Diagnostics, Inc.

REGISTERED AGENT/OFFICE:

Gregg M. Hollander, Esq.,
The Hollander Law Firm, P.A.
7000 West Palmetto Park Road,
Suite 500
Boca Raton, FL 33433

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I agree to act as registered agent to accept service of process for the corporation named above at the place designated in this Certificate. I agree to comply with the provisions of all statutes relating to the proper and complete performance of the registered agent duties. I am familiar with and accept the obligations of the registered agent position.



Gregg M. Hollander, Esq.,

Date: June 20, 2003

Gregg M. Hollander, Esq.,
The Hollander Law Firm, P.A.
7000 West Palmetto Park Road,
Suite 500
Boca Raton, FL 33433
(561) 347-7770