

Division of Corporations

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Florida Department of State

Division of Corporations

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FLORIDA PROFIT CORPORATION OR P.A.**CITY MEDICAL EQUIPMENT, INC.**

| | |
|-----------------------|---------|
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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

**ARTICLES OF INCORPORATION
OF
CITY MEDICAL EQUIPMENT, INC.**

ARTICLE I

NAME

The name of the Corporation shall be CITY MEDICAL EQUIPMENT, INC.

ARTICLE II

PURPOSES

This Corporation is organized for the purpose of transacting any and all lawful business for which corporations may be incorporated under the laws of the State of Florida.

ARTICLE III

STOCK

This Corporation is authorized to issue 1000 shares of Common Stock having a par value of \$1.00 per share.

ARTICLE IV

INITIAL REGISTERED OFFICE AND AGENT AND MAILING ADDRESS

The street and mailing address of the initial Registered Office of this Corporation and of its principal office is 2367 West 80th Street, Bay #3, Hialeah, FL 33016 and the name and address of the initial Registered Agent of this Corporation is Pedro Gonzalez at 2367 West 80th Street, Bay #3, Hialeah, FL 33016.

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ARTICLE V

INITIAL BOARD OF DIRECTORS

This Corporation shall have one (1) Director initially. The number of Directors may be increased or diminished from time to time by the Bylaws but shall never be less than one. The name and address of the initial Director of this Corporation is:

| NAME | ADDRESS |
|----------------|---|
| Pedro Gonzalez | 560 West 78 th Street Hialeah, FL 33014 |

ARTICLE VI

INCORPORATOR

The name and address of the person signing these Articles is:

J. Everett Wilson, Esq.

c/o Wilson Suarez & Lopez
2151 LeJeune Road, Mezzanine
Coral Gables, Florida 33134-4200

ARTICLE VII

INDEMNIFICATION

The Corporation shall indemnify any Officer or Director or any former Officer or Director to the full extent permitted by law.

ARTICLE VIII

AMENDMENT

These Articles of Incorporation may be amended in the manner provided by law.

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IN WITNESS WHEREOF, the undersigned Subscriber has executed these Articles
of Incorporation this 18 day of December, 2003.

J. EVERETT WILSON, ESQ.

STATE OF FLORIDA)
) SS:
COUNTY OF DADE)

I hereby certify that on this day, before me, a Notary Public, duly authorized in the
State and County named above to take acknowledgments, personally appeared J.
EVERETT WILSON, ESQ., personally known by me to be the person described in and who
executed the foregoing Articles of Incorporation, and he acknowledged before me that he
subscribed to these Articles of Incorporation.

18 WITNESS my hand and official seal in the Country and State named above, this
day of December, 2003.

My commission expires:



[Signature]
Notary Public, State of Florida at Large

ACKNOWLEDGMENT AND ACCEPTANCE OF REGISTERED AGENT

Having been named as Registered Agent for the above Corporation at the place
designated in the Articles of Incorporation, I hereby accept to act in this capacity, and
agree to comply with the provisions of the Florida Corporations Code pertaining to the
duties and responsibilities of a Registered Agent.

[Signature]
PEDRO GONZALEZ

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ALLAH, FLORIDA