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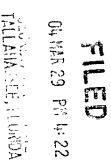
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TRANSMITTAL LETTER

WEBER MEDICAL, INC.
(PROPOSED CORPORATE NAME - MUST INCLUDE SUFFIX)

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

Enclosed is 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 Fec & Certified Copy	\$87.50 Filing Fee, Certified Copy & Certificate of Status	
ADDITIONAL COPY REQUIRED				
FROM: HENNING SCHWARZHOPF, ESQ.				
4152 BATTERSEA RD				
h 1 Atri, FL. 33/33 City, State & Zip				
(305) 418 - 7397 Daytime Telephone number				

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



ARTICLES OF INCORPORATION

OH HAR 29 PM 4: 22

of

TALLAHASSEE, FLORIDA

WEBER MEDICAL, INC.

The undersigned incorporator, acknowledges and files in the Office of the Secretary of State of the State of Florida for the purpose of forming a corporation for profit, in accordance with the laws of the State of Florida, these Articles of Incorporation, as by law provided.

ARTICLE I

Name

The name of the corporation is Weber Medical, Inc.

ARTICLE II

Purposes

The general purpose or purposes for which this corporation is initially organized shall include the transaction of any and all lawful purposes for which this corporation may be incorporated under Chapter 607 of the Florida Statutes.

ARTICLE III

Principal Office

The principal place of business and mailing address of this corporation shall be at 5301 Adams Street, Hollywood, FL 33021.

ARTICLE IV

Shares

The total number of shares of stock that this corporation is authorized to have outstanding at any time is 1,000 shares of common stock of \$0.01 par value each.

ARTICLE V

Initial Registered Agent and Street Address

The name and address of the initial registered agent is Henning Schwarzkopf, 4152 Battersea Road, Miami, Florida 33133.

ARTICLE VI

Initial Officers and Directors

The following shall constitute the initial Officers and Members of the Board of Directors of the Corporation:

NAME ADDRESS

President & Director

Dr. Michael Weber Loensstrasse 10

37697 Lauenfoerde, Germany

Secretary

Thomas Corbin 5301 Adams Street

Hollywood, FL 33021

ARTICLE VII

Incorporator

The name and street address of the incorporator of these Articles of Incorporation is:

NAME ADDRESS

Henning Schwarzkopf, Esq. 4152 Battersea Road

Miami, FL 33133

The undersigned incorporator has executed these Articles of Incorporation on

March 20, 2004.

Enning Schwarzkopf

CERTIFICATE OF DESIGNATION OF REGISTERED AGENT/REGISTERED OFFICE

PURSUANT TO THE PROVISIONS OF SECTION 607.0501, FLORIDA STATUTES, THE UNDERSIGNED INDIVIDUAL, RESIDING IN THE STATE OF FLORIDA, SUBMITS THE FOLLOWING STATEMENT IN DESIGNATING THE REGISTERED OFFICE/REGISTERED AGENT IN THE STATE OF FLORIDA:

1. The name of the corporation is

Weber Medical, Inc.

2. The name and address of the registered agent and office is

Henning Schwarzkopf, Esq. 4152 Battersea Road Miami, Florida 33133

Having been named as registered agent to accept service of process for the above stated corporation at the place designated in the certificate, I hereby accept the appointment as registered agent and agree to act in this capacity. I further agree to comply with the provisions of all statutes relating to the proper and complete performance of my duties and I am familiar with and accept the obligations of my position as registered agent.

Henning Schwarzkopf

4152 Battersea Road Miami, Florida 33133

REGISTERED AGENT

Date: March 20, 2004