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05/03/05--01035--021 **78.75

STATE
TALLAHASSEE, FLORIDA

05 MAY 25 AM 8:45

FILED

5/26/05
BWK

W05-22703

W. K. Lally, P. A.
Attorneys at Law

6160 ARLINGTON EXPRESSWAY
JACKSONVILLE, FL 32211

(904) 724-4420 - PHONE

(904) 724-4421 - FAX

WWW.LALLYLAWFIRM.COM

WILLIAM K. LALLY
MARTHA F. LALLY

April 26, 2005

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

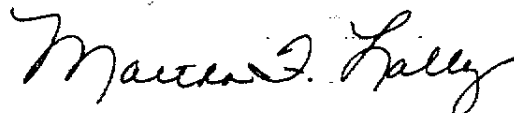
Re: Vital Signs, Inc.

Dear Sir:

Enclosed please find the Articles of Incorporation and Acceptance of Designation as Registered Agent for the above corporation along with my check in the amount of \$78.75 for fees and costs.

Please return a certified copy of the Articles of Incorporation to me at my address above at your earliest convenience.

Sincerely,



Martha F. Lally

mfl:
Enclosures



FLORIDA DEPARTMENT OF STATE
Glenda E. Hood
Secretary of State

May 4, 2005

W.K. LALLY, P.A.
MARTHA F. LALLY
6160 ARLINGTON EXPRESSWAY
JACKSONVILLE, FL 32211

SUBJECT: VITAL SIGNS, INC.
Ref. Number: W05000022703

We have received your document for VITAL SIGNS, 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 designated in your document is unavailable since it is the same as, or it is not distinguishable from the name of an existing entity.

Please select a new name and make the correction in all appropriate places. One or more major words may be added to make the name distinguishable from the one presently on file.

Adding "of Florida" or "Florida" to the end of a name is not acceptable.

The document number of the name conflict is L03000050251 VITAL SIGNS LLC.

Please return the original and one copy of your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 245-6840.

Bruce W Kitchens
Document Specialist
New Filings Section

Letter Number: 905A00031940

ARTICLES OF INCORPORATION

OF

VITAL SIGN SERVICE, INC.

FILED

05 MAY 25 AM 8:45

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The undersigned Subscriber of these Articles of Incorporation, a natural person, competent to contract, hereby forms a corporation under the laws of the State of Florida.

ARTICLE I

The name of this corporation shall be: VITAL SIGN SERVICE, INC.

ARTICLE II

The corporation may engage in any activity or business permitted under the laws of the United States of America and the State of Florida.

ARTICLE III

The maximum number of shares of stock that this corporation is authorized to have outstanding at any one time is Five Hundred (\$500.00) shares of common stock having a par value of One Dollar (\$1.00) per share.

ARTICLE IV

The amount of capital with which this corporation shall begin business is Five Hundred Dollars (\$500.00).

ARTICLE V

This corporation shall exist perpetually.

ARTICLE VI

The initial post office address of the principal office of this corporation in the State of Florida is 1214 Romney Street, Jacksonville, FL 32211. The Stockholders may from time to time move the principal office of the corporation to any other address in the State of Florida.

ARTICLE VII

This corporation shall have no directors and all the affairs of the corporation shall be transacted by the Stockholders thereof.

ARTICLE VIII

The name and post office address of the Subscriber of these Articles of Incorporation (the sum of the consideration shall not be less than the amount of capital specified in Article IV), is:

Martha F. Lally
6160 Arlington Expressway
Jacksonville, FL 32211

ARTICLE IX

The Registered Agent for service of process for this corporation is Martha F. Lally, 6160 Arlington Expressway, Jacksonville, FL 32211.

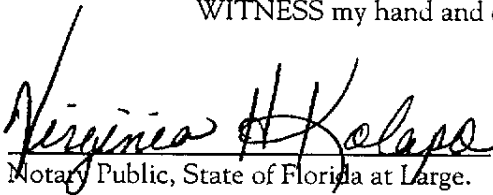
IN WITNESS WHEREOF, I, the undersigned Subscriber of these Articles of Incorporation, have hereunto set my hand and seal this 23rd day of May, 2005, for the purpose of forming this corporation under the laws of the State of Florida, and I hereby make and file, in the office of the Secretary of State of Florida, this certificate of incorporation and certify that the facts therein contained are true.

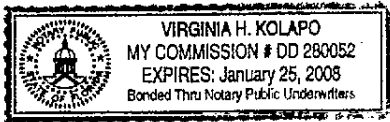

MARTHA F. LALLY

STATE OF FLORIDA }
COUNTY OF DUVAL }

BEFORE ME, the undersigned authority, personally appeared MARTHA F. LALLY, who, being first duly sworn and by me well known to be the individual described in and who executed the foregoing Articles of Incorporation, acknowledged before me that she executed the same for the purposes therein expressed.

WITNESS my hand and official seal this 23rd day of May, 2005.



Notary Public, State of Florida at Large.



ACCEPTANCE OF DESIGNATION AS REGISTERED AGENT OF
VITAL SIGN SERVICE, INC.

COMES NOW MARTHA F. LALLY, and accepts the designation as Registered Agent for
VITAL SIGN SERVICE, INC., and would show that her office and street address as Registered Agent are:

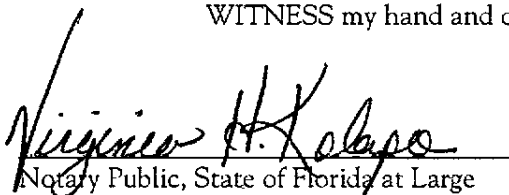
6160 Arlington Expressway
Jacksonville, FL 32211


MARTHA F. LALLY

STATE OF FLORIDA }
COUNTY OF DUVAL }

BEFORE ME, the undersigned authority, personally appeared MARTHA F. LALLY, who
being first duly sworn by me and to me well known to be the individual described in and who executed the
foregoing, acknowledged before me that she executed the same for the purposes therein expressed.

WITNESS my hand and official seal this 23rd day of May, 2005.


Notary Public, State of Florida at Large

