

PD 7000/34584

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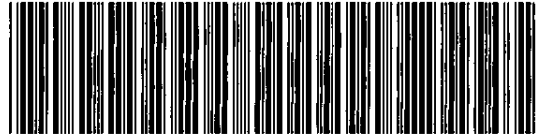
(Business Entity Name)

(Document Number)

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

MRB
12/26

GONZALEZ & WERMUTH P.L.
A T T O R N E Y S A T L A W

8750 NW 36TH STREET, SUITE 425
MIAMI, FLORIDA 33178
TEL: (305) 715-7157
FAX: (305) 715-8982

December 20, 2007

VIA FEDEX

Florida Department of State
Division of Corporations
Clifton Building
2661 Executive Center Circle
Tallahassee, FL 32301

Re: SOUNMED, INC.

Dear Florida Secretary of State:

Enclosed is an original and one (1) copy of the Certificate of Domestication and Articles of Incorporation for the company in reference.

Also enclosed is a check for \$128.75, as follows:

- | | |
|---|----------|
| • Certificate of Domestication: | \$50.00 |
| • Articles of Incorporation and Certified Copy: | \$78.75 |
| • Total to domesticate and file: | \$128.75 |

Please proceed to file these documents.

Sincerely,



Timothy Wildman, Esq.

Enc.

**CERTIFICATE OF DOMESTICATION
OF
SOUNMED, INC.**

FILED
07 DEC 24 AH ID: 45
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The undersigned, Ruben Olivares, Director of Sounmed, Inc., a foreign corporation, in accordance with Florida Statutes, §607.1801, does hereby certify:

1. The date on which corporation was first formed was June 2, 2003.
2. The jurisdiction where the above named corporation was first formed, incorporated, or otherwise came into being was Texas.
3. The name of the corporation immediately prior to the filing of this Certificate of Domestication was Sounmed, Inc.
4. The name of the corporation, as set forth in its articles of incorporation, to be filed pursuant to Florida Statutes, §§ 607.0120 and 607.0202, is Sounmed, Inc.
5. The jurisdiction that constituted the seat, siege social, or principal place of business or central administration of the corporation, or any other equivalent thereto under applicable law, immediately before the filing of the Certificate of Domestication was Texas.
6. Attached hereto are Florida articles of incorporation to complete the domestication requirements pursuant to s. 607.1801.

I am Ruben Olivares, Director of Sounmed, Inc., and I am authorized to sign this Certificate of Domestication on behalf of the corporation and have done so this 18th day of December, 2007.



Ruben Olivares, Director

**ARTICLES OF INCORPORATION
OF
SOUNMED, INC.**

FILED
07 DEC 24 AM 10:45
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

In compliance with the requirements of the Florida Business Corporations Act, Chapter 607 of the Florida Statutes, the undersigned, being a natural person, hereby acts as an incorporator in adopting and filing the following articles of incorporation for the purpose of organizing a business corporation in the State of Florida.

ARTICLE I NAME

The name of the corporation shall be **Sounmed, Inc.**

ARTICLE II PRINCIPAL OFFICE

The initial principal place of business and mailing address of this corporation shall be: 6800 NW 77 Court, Miami, Florida 33166.

ARTICLE III PURPOSE

The purpose for which the corporation is organized is: to engage in any lawful act or activity for which corporations may be organized under the law of Florida.

ARTICLE IV SHARES

The number of shares of common stock that this corporation is authorized to have outstanding at any one time is: Ten Thousand (10,000), each with a par value of \$0.01.

ARTICLE V INITIAL REGISTERED AGENT AND STREET ADDRESS

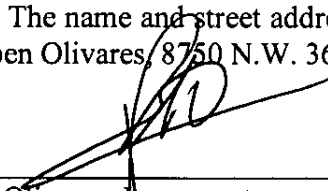
The name and Florida street address of the initial registered agent shall be: CorpWiz Registered Agents, Inc., 8750 N.W. 36 Street, Suite 425, Doral, Florida 33178.

ARTICLE VI DIRECTORS

The initial directors of the corporation shall be Ruben Olivares and Rafael Celli.

ARTICLE VII INCORPORATOR

The name and street address of the incorporator to these Articles of Incorporation is: Ruben Olivares, 8750 N.W. 36 Street, Suite 425, Doral, Florida 33178.



Ruben Olivares, Incorporator

Date

12/19/2007

Having been named as registered agent to accept service of process for the above stated corporation at the place designated in this certificate, I am familiar with and 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.



CorpWiz/Registered Agents, Inc.
Mabel Jimenez, Vice President

12/20/07

Date

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA