

William R. Dickey
Attorney at Law
2310 West Bay Drive
Largo, Florida 34640
(813) 581-9421



P95 000002197

State of Florida
Secretary of State
Corporation Division Tallahassee, Fl 32304

Re: AMERICAN DATA SYSTEMS OF FLORIDA, INC.

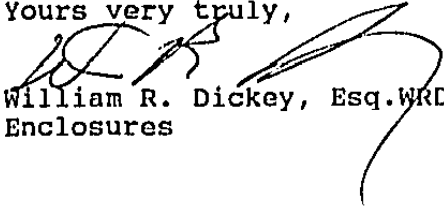
Dear Sirs:

Please find enclosed the original of the Original/copy of the Articles of Incorporation for the new Florida corporation to be known as AMERICAN DATA SYSTEMS OF FLORIDA, INC.

Also enclosed is a check in the amount of \$ 122.50 for the filing fees associated with the incorporation of said corporation, as well as for the certified copy thereof.


Thank you for your cooperation and attention with this matter.

Yours very truly,


William R. Dickey, Esq. WRD/dh
Enclosures

FILED
SECRETARY OF STATE
55 JAN 10 PM 12:39



1194-27-186




FLORIDA DEPARTMENT OF STATE
Jim Smith
Secretary of State

December 29, 1994

WILLIAM R. DICKEY, ESQ.
2310 W. BAY DR.
LARGO, FL 34640

SUBJECT: AMERICAN DATA SYSTEMS OF FLORIDA, INC.
Ref. Number: W94000027486

We have received your document for AMERICAN DATA SYSTEMS OF FLORIDA, INC. and your check(s) totaling \$122.50. 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. Simply adding "of Florida" or "Florida" to the end of an entity name **DOES NOT** constitute a difference. Please select a new name and make the substitution in all appropriate places. One or more words may be added to make the name distinguishable from the one presently on file.

When the document is resubmitted, please return a copy of this letter to ensure that your document is properly handled.

If you have any questions about the availability of a particular name, please call (904) 488-9000.

Please return 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 (904) 487-6931.

Steven Godfrey
Corporate Specialist

Letter Number: 794A00054731

ARTICLES OF INCORPORATION
OF
DATA SYSTEMS OF AMERICA, INC.

FILED
SECRETARY OF STATE
95 JAN 10 PM 12:39

ARTICLE I. NAME:

The name of this Corporation shall be : DATA SYSTEMS OF AMERICA, INC.

ARTICLE II. DURATION:

The term for which this Corporation shall exist shall be perpetual, unless sooner dissolved by law.

ARTICLE III. PURPOSE :

The major purpose of the corporation shall be: equipment leasing, medical equipment sales, and other associated activities; contract debts when necessary for the transaction of its business or for the exercise of its corporate rights, privileges and franchises or for any other lawful purpose of its incorporation; to issue bonds, promissory notes, bills of exchange, debentures and other obligations and evidences of indebtedness, whether secured by mortgage or otherwise, or unsecured, for money borrowed or in payment for property purchased or acquired or any other lawful objects. To guarantee purchase, hold, sell, assign, transfer, mortgage, pledge or otherwise dispose of the shares of capital stock of, or any bonds, securities or evidence of indebtedness created by any other corporation or corporations of this state or any other states or governments, and while the owner of such stock, to exercise all the right, powers, privileges of ownership, including the right to vote thereon. To purchase, hold, sell, and transfer shares of its own capital stock provided that it shall not purchase its own shares of capital stock except from the surplus of its assets over its liabilities, including capital; to buy, sell and convey and deal in real property and personal property in this state and in any other state and territory and in foreign countries; and in any manner to acquire, enjoy, utilize and to dispose of patents, copyrights, and trademarks, and any licenses or other rights or interest therein and thereunder. To employ generally agents, whether they are stockholders or officers of this Corporation or

otherwise, and to transact any and all business which may be necessary or incidental or proper to the exercise of any or all of the aforesaid purposes of the corporation; to exercise generally such powers as may be incident to or convenient for any of the purposes or business of the corporation and to have, exercise and enjoy all the rights and privileges of corporations for profit conferred by the laws of the State of Florida and all amendments thereto. To organize, incorporate, and reorganize subsidiary corporations and joint stock companies and associates for any purpose permitted by law.

To do all and everything necessary and proper for the accomplishment of the objects enumerated in these Articles of Incorporation, or any amendment thereof, or necessary or incidental to the provisions and benefits of the corporation, and in general to carry on any lawful business necessary or incidental to the attainment of the purposes of the corporation, whether or not such business is similar in nature to the objects set forth in these Articles of Incorporation of such corporation or any amendment thereof. It is the intention that the purposes, objects and powers specified in each of the paragraphs of this Article III of these Articles of Incorporation shall, except as otherwise expressly provided, in no wise be limited or restricted by reference to or reference from the terms of any other clause or paragraph of this Article or of any other Article of these Articles of Incorporation.

ARTICLE IV. OFFICERS, STOCK & PAR VALUE

The initial officers of this corporation are:

PRESIDENT: CARMEN J. MARINO VICE-PRES: IRMAGARD J. MARINO
SEC.-TREAS.: IRMAGARD J. MARINO

This Corporation is authorized to issue 100 shares of \$1.00 par value per share which shall be designated as common stock.

ARTICLE V. PREEMPTIVE RIGHTS:

Every shareholder, upon the sale for cash of any new stock of this corporation of the same kind, class or series as that which he already holds, shall have the right to purchase his pro rata share (as nearly as may be done without issuance of fractional shares) at the price at which it is offered to others.

ARTICLE VI. INITIAL REGISTERED OFFICE AND AGENT:

The name and address of the initial registered agent and registered office of this corporation shall be:

WILLIAM DICKEY
2310 W.BAY DRIVE
LARGO, FL 34640

ARTICLE VII. INITIAL BOARD OF DIRECTORS:

This corporation shall have no less than one director. The number of directors may be either increased or diminished from time to time by the bylaws, but shall never be less than one. The names and addresses of the initial board of directors of this corporation are:

CARMEN J. MARINO
1460 GULF BLVD. # 1212
CLEARWATER, FL 34630

IRMAGARD J. MARINO
1460 GULF BLVD., #1212
CLEARWATER, FL 34630

ARTICLE VIII. INCORPORATORS:

The names and addresses of the persons signing these Articles are:

CARMEN J. MARINO
1460 GULF BLVD. #1212
CLEARWATER, FL 34630

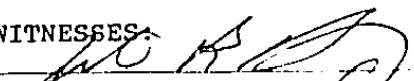

IRMAGARD J. MARINO
1460 GULF BLVD. #1212
CLEARWATER, FL 34630

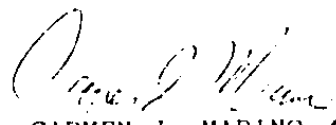
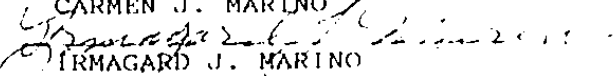
ARTICLE IX. PRINCIPAL PLACE OF BUSINESS:

The address of the principal place of business is: 1460 GULF BLVD., #1212, CLEARWATER, FL 34630 with other offices, agencies and branches at such places as may be determined by the Board of Directors.

IN WITNESS WHEREOF, the parties hereto have hereunto set their hands and seals this 16 day of Dec, 1994.

WITNESSES

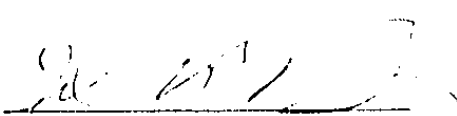




CARMEN J. MARINO

IRMAGARD J. MARINO

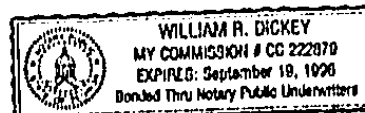
STATE OF FLORIDA
COUNTY OF PINELLAS

Before me personally appeared and, to me known to be the persons described in and who executed the foregoing Articles of Incorporation, and they acknowledged before me that they executed the same freely and voluntarily and for the uses and purposes therein expressed.

Dec. WITNESS my hand and official seal this 10 day of Dec., 1995.

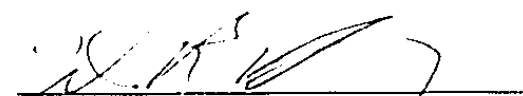

Notary Public

My Commission Expires:



ACKNOWLEDGMENT

Having been named to accept service of process for the above-stated corporation, at place set forth in this Certificate, I hereby accept to act in this capacity, and agree to comply with the provisions of said Act relative to keeping open said office.


WILLIAM DICKEY
Registered Agent

FILED
SECRETARY OF STATE
95 JAN 10 PM 12:39

PLEASE READ ALL INSTRUCTIONS BEFORE COMPLETING THIS FORM.

APPLICATION
FOR
REINSTATEMENT



FLORIDA DEPARTMENT OF STATE
Sandra D. Northam
Secretary of State
DIVISION OF CORPORATIONS

FILED

96 DEC 10 AM 9:49

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

DOCUMENT # **995000002197**

1 Corporation Name
DATA SYSTEMS OF AMERICA INC

Principal Place of Business Mailing Address
**37 WAX MYRTLE COURT
HILTON HEAD ISLAND S.C
29926**

REINSTATEMENT *96*

If above addresses are incorrect in any way, list through incorrect information and enter correction below.

DO NOT WRITE IN THIS SPACE

2 New Principal Office Address, If Applicable		3 New Mailing Address, If Applicable	
State, Apt. #, etc	City & State	State, Apt. #, etc	City & State
Zip	Country	Zip	Country

4 Date Incorporated or Qualified To Do Business in Florida 1-10-95	
5 FEI Number 59-3290622	Applied For Not Applicable
6 CERTIFICATE OF STATUS DESIRED <input type="checkbox"/> \$8.75 Additional Fee required for a Certificate of Status	

7 Names and Street Addresses of Each Officer and/or Director (Florida nonprofit corporations must list at least 3 directors)			
1 Title(s)	2 Name of Officers and/or Directors	3 Street Address of Each Officer and/or Director (Do NOT Use Post Office Box Numbers)	4 City / State / Zip
Pres	CARMEN MARINO	37 WAX MYRTLE COURT	HILTON HEAD ISLAND SC 29926
Secy	JANARD MARINO	same -	same -
			800002028058--4 -12/12/96--01109--001 ****375.00 ****375.00
			<i>JB12-11-96</i>

8. Name and Address of Current Registered Agent:

**CARMEN MARINO
6 PALM ROW
ST. AUGUSTINE FL
32084**

9. Name and Address of New Registered Agent

Name _____
Street Address (P.O. Box Number is Not Acceptable) _____
Suite, Apt. #, Etc. _____
City _____ State **FL** Zip Code _____

10. I, being appointed the registered agent of the above named corporation, am familiar with and accept the obligations of Section 607.0505, F.S.

Signature of Registered Agent: *Carmen Marino* Date: **12/1/96**
REGISTERED AGENT MUST SIGN

11. Does this corporation pay any intangible tax to the Dept. of Revenue under S. 199.032, Florida Statutes. Yes No (See other side for information on intangible tax.)

12. I do hereby certify that the information supplied with this filing is voluntarily furnished and does not qualify for the exemption stated in Section 119.07(3)(k), Florida Statutes. I release the Division of Corporations from any liability of non-compliance with Section 119.07(3)(k) in the event that the information supplied is deemed exempt from public access. I certify that I am an officer or director or the receiver or trustee empowered to execute this application as provided for in chapter 607 or 617, F.S. I further certify that when filing this reinstatement application the reason for dissolution has been eliminated, the corporate name satisfies the requirements of section 607.0401 or 617.0401, F.S., and that all fees owed by the corporation have been paid. The information indicated on this application is true and accurate, and my signature shall have the same legal effect as if made under oath.

SIGNATURE: *Carmen Marino Pres* Date: **12-1-96** Daytime Phone #: **803-837-3089**

CR3E040 (12-95)