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02/0 /95 15:11 FAS-T CORPORATE AGENTS (305) 592-9591 P 001

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STATE OF FLORIDA
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FAX: (904) 922-4000

FROM: FAS-T CORP. AGENTS, INC.
8405 NW 53RD ST
SUITE C-100
MIAMI FL 33166-
CONTACT: LIDIA FERNANDEZ
PHONE: (305) 599-0839
FAX: (305) 592-9591

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DOCUMENT TYPE: FLORIDA PROFIT CORPORATION OR P.A.
NAME: SUN MEDICAL & DME INC.
FAX AUDIT NUMBER: H95000001428
DATE REQUESTED: 02/03/1995
CERTIFIED COPIES: 1
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95 FEB -3 PM 3:34
TALLAHASSEE, FLORIDA

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ARTICLES OF INCORPORATION

OF

SUN MEDICAL & DME INC.

95 FEB -3 PM 3:34
TALLAHASSEE, FLORIDA

The undersigned incorporator(s), for the purpose of forming a corporation under the Florida General Corporation Act, hereby adopt(s) the following Articles of Incorporation.

ARTICLE I NAME

The name of the corporation shall be: SUN MEDICAL & DME INC.

The principal place of business of this corporation shall be: 1430 West 49St. Suite 160
Hialeah, Fl 33012

ARTICLE II NATURE OF BUSINESS

This corporation may engage in or transact any or all lawful activities or business permitted under the laws of the United States, the State of Florida, or any other state, country, territory or nation.

ARTICLE III CAPITAL STOCK

The aggregate number of shares of stock and its par value that this corporation is authorized to have outstanding at any one time is: 100 Shares $ 1.00 par value

ARTICLE IV TERM OF EXISTENCE

This corporation is to exist perpetually.

ARTICLE V OFFICERS DIRECTORS

The name(s) and street address(es) of the initial officer(s) and director(s), if any, who shall hold office the first year of the corporation's existence or until their successor(s) is(are) elected, is(are):

Marcos J. Martinez 1800 West 68th St. # 205 Hialeah, FL 33014

Carlos Francisco Valladarez 1430 West 99th St. Suite 160 Hialeah, FL 33012

Prepared by: Carlos F. Valladarez
1430 West 40th St. Ste 160
Hialeah, Fl 33012
(305) 826-6617

H95000001428

ARTICLE VI INCORPORATOR(S)

The name(s) and street address(es) of the incorporator(s) to this articles of incorporation is(are):

Carlos Francisco Valladares 1430 West 99th St. Suite 160
Hialeah, FL 33012

IN WITNESS WHEREOF, the undersigned incorporator(s) has(have) executed these Articles of Incorporation this 21 day of _____, 1995

Signature(s) of Incorporator(s)

x Carlos F. Valladares

_____

_____

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CERTIFICATE OF DESIGNATION REGISTERED AGENT/REGISTERED OFFICE

Pursuant to the provisions of Section 607.325, Florida Statutes, the undersigned corporation, organized under the laws of 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: SUN MEDICAL & DME INC.

1430 West 49th St. Suite 160 Hialeah, Fl 33012.

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

Carlos Francisco Valladarez
(P.O. BOX NOT ACCEPTABLE)

1430 West 49th St. Suite 160 Hialeah, Fl 33012.
(CITY/STATE/ZIP)

SIGNATURE x Carlos F. Valladarez
(corporate officer)

TITLE _____

DATE 2-1-95

HAVING BEEN NAMED TO ACCEPT SERVICE OF PROCESS FOR THE ABOVE STATED CORPORATION, AT THE PLACE DESIGNATED IN THIS CERTIFICATE, I HEREBY AGREE TO ACT IN THIS CAPACITY, AND I FURTHER AGREE TO COMPLY WITH THE PROVISIONS OF ALL STATUTES RELATIVE TO THE PROPER AND COMPLETE PERFORMANCE OF MY DUTIES, AND I ACCEPT THE DUTIES AND OBLIGATIONS OF SECTION 607.325, FLORIDA STATUTES.

SIGNATURE x Carlos F. Valladarez

DATE 2-1-95

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TALLAHASSEE, FLORIDA

REGISTERED AGENT FILING FEE: