

January 19, 1995

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

Re: Medical Monitors Incorporated

Dear Sir/Madam:

Enclosed herewith please find:

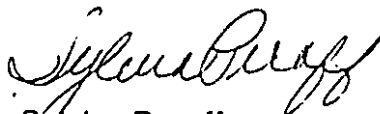
- ☒ Articles of Incorporation
- ☒ Certificate of Designation of Registered Agent/Office
- ☒ Check in the amount of \$122.50
- ☒ Self-addressed stamped envelope

The above items are being forwarded to you pursuant to Florida Statute for filing the above referenced corporation.

Kindly contact Sylvia Peroff at 109 North 31st Court, Hollywood, FL 33021 if you have any questions.

Thank you very much for your time and consideration of this matter.

Respectfully,



Sylvia Peroff

Enclosures

SP/jan

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FILED
95 FEB -8 PM 2: 01
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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FEB 9 1995 BSB

ARTICLES OF INCORPORATION
OF
MEDICAL MONITORS INCORPORATED
(a Florida Corporation)

FILED
95 FEB -8 PM 2: 01
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The undersigned, acting as incorporator of **MEDICAL MONITORS INCORPORATED**, proceeds to form a corporation under the Florida General Corporation Act, and adopts the following Articles of Incorporation:

ARTICLE I. CORPORATE NAME

The name of this corporation is **MEDICAL MONITORS INCORPORATED**.

ARTICLE II. STREET AND MAILING ADDRESS OF PRINCIPAL OFFICE

The street and mailing address of the initial principal office is:

109 North 31st. Court, Hollywood, FL 33021

ARTICLE III. CAPITAL STOCK (authorized shares)

1. The maximum number of shares that the Corporation is authorized to have outstanding at any time shall be One Thousand (1,000) shares of common stock having a par value of One Dollar (\$1.00) per share. The consideration to be paid for each share shall be fixed by the Board of Directors and may be paid in whole

or in part in cash or in other property, tangible or intangible, or in labor or services actually performed for the Corporation with a value, in the judgment of the Directors equivalent to or greater than the full par value of the shares.

2. A shareholder shall be entitled to one (1) vote per common share on each matter submitted to a vote at a shareholder's meeting. In the event of a dissolution of the Corporation, a shareholder shall be entitled to receive his or her proportionate share of the net assets of the Corporation based on a ratio of the shareholder's number of common shares to the total number of issued and outstanding shares.

3. No shareholder of the Corporation shall enter into a voting trust or any other type of agreement vesting another person with the authority to exercise the voting power of any or all of his or her shares.

ARTICLE IV. PRE-EMPTIVE RIGHT

Every shareholder, upon the sale in cash of any new stock of this Corporation of the same kind, class, or series as that which he or she already holds, shall have the right to purchase a pro rata share thereof (as nearly but not over as may be done without issuance of fractional shares) at the price at which it is offered to others.

ARTICLE V. INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial registered office of the corporation is:

109 North 31st Court, Hollywood, FL 33021

and the name of the initial Registered Agent of this corporation at the above address is:

Sylvia Peroff

The Board of Directors may, at any time, change either the registered office to any other address in Florida or the registered agent.

ARTICLE VI. INCORPORATOR

The name and address of the person signing these Articles of Incorporation is:

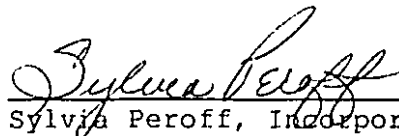
NAME

ADDRESS

Sylvia Peroff

109 North 31st Court, Hollywood, FL 33021

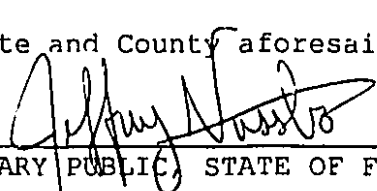
IN WITNESS WHEREOF, the undersigned incorporator, has executed these Articles of Incorporation this 19th day of January, 1995.


Sylvia Peroff, Incorporator

STATE OF FLORIDA)
) SS:
COUNTY OF BROWARD)

Before me, a Notary Public authorized to take
acknowledgments in the State and County set forth above,
personally appeared Sylvia Peroff, personally known to me and
known by me to be the person who executed the foregoing Articles
of Incorporation and he acknowledged before me that she executed
those Articles of Incorporation.

IN WITNESS WHEREOF, I have hereunto set my hand an affixed
my official seal, in the State and County aforesaid this 19th
day of January, 1995.



NOTARY PUBLIC, STATE OF FLORIDA



JEFFREY NUSSBAUM
My Commission CC352988
Expires Mar 06, 1998
Bonded by HAI
800-422-1555

DESIGNATION AND ACCEPTANCE OF REGISTERED AGENT

Pursuant to the provisions of Florida Statute § 607.051(3), 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:

The name of the Corporation is:

MEDICAL MONITORS INCORPORATED

The name of the Registered Agent is:

SYLVIA PEROFF

The address of the Registered Agent/registered office is:

109 NORTH 31ST COURT, HOLLYWOOD, FL 33021

ACCEPTANCE

Having been named as Registered Agent to accept service of process for MEDICAL MONITORS INCORPORATED, at the place designated in the forgoing Articles of Incorporation, I hereby accept this appointment and agree to act in this capacity. I further agree to comply with the provisions of all Statutes relative to the proper and complete performance of my duties, and I am familiar with and accept the obligations of my position as Registered Agent.


Sylvia Peroff, Registered Agent

Date: 1/19/95

FILED
35 FEB -8 PM 2:01
SECRETARY OF STATE
TALLAHASSEE, FLORIDA