

FILED
 95 FEB 24 11 00 AM
 STATE OF FLORIDA
 TALLAHASSEE

Broad and 17581
 (Requestor's Name)
566 Broad and 17581 Ste 1130
 (Address)
Fort Lauderdale, FL 33394
 (City, State, Zip) (Phone #)

OFFICE USE ONLY

P95000015791

 00000000000000000000000000000000

CORPORATION NAME(S) & DOCUMENT NUMBER(S) (if known):

1. _____
 (Corporation Name) (Document #)
2. _____
 (Corporation Name) (Document #)
3. _____
 (Corporation Name) (Document #)
4. _____
 (Corporation Name) (Document #)

- Walk in Pick up time _____ Certified Copy
 Mail out Will wait Photocopy Certificate of Status

| NEW FILINGS | |
|--------------------------|-------------------|
| <input type="checkbox"/> | Profit |
| <input type="checkbox"/> | NonProfit |
| <input type="checkbox"/> | Limited Liability |
| <input type="checkbox"/> | Domestication |
| <input type="checkbox"/> | Other |

| AMENDMENTS | |
|--------------------------|----------------------------|
| <input type="checkbox"/> | Amendment |
| <input type="checkbox"/> | Change of Registered Agent |
| <input type="checkbox"/> | Dissolution/Withdrawal |
| <input type="checkbox"/> | Merger |

| OTHER FILINGS | |
|--------------------------|------------------|
| <input type="checkbox"/> | Annual Report |
| <input type="checkbox"/> | Fictitious Name |
| <input type="checkbox"/> | Name Reservation |

| REGISTRATION/ QUALIFICATION | |
|--------------------------------|---------------------|
| <input type="checkbox"/> | Foreign |
| <input type="checkbox"/> | Limited Partnership |
| <input type="checkbox"/> | Reinstatement |
| <input type="checkbox"/> | Trademark |
| <input type="checkbox"/> | Other |

116 2-27
 Examiner's Initials

**ARTICLES OF INCORPORATION
OF
MOBILE AND MEDICAL ASSETS, INC.**

FILED
95 FEB 24 11 9 34
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The undersigned incorporator to these Articles of Incorporation hereby forms a corporation under the laws of the State of Florida.

ARTICLE I

NAME

The name of this corporation shall be **MOBILE AND MEDICAL ASSETS, INC.**

ARTICLE II

NATURE OF BUSINESS

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

ARTICLE III

CAPITAL STOCK

The maximum number of shares of stock that this corporation is authorized to have outstanding at any one time is 1000 shares of common stock having \$0.01 par value.

ARTICLE IV

TERM OF EXISTENCE

The corporation shall exist in perpetuity.

ARTICLE V

INITIAL PRINCIPAL OFFICE

The initial street address of the principal office of this corporation in the State of Florida shall be 328 Crandon Boulevard, Suite 204, Key Biscayne, Florida 33149.

ARTICLE VI

INITIAL REGISTERED AGENT AND OFFICE

The Initial Registered Agent and Office of this corporation shall be:

Gabriel L. Imperato, Esq.
BROAD AND CASSEL
500 East Broward Boulevard
Suite 1130
Fort Lauderdale, FL 33394

ARTICLE VII

DIRECTORS

- A. Each member of the Board of Directors shall be at least eighteen (18) years of age.
- B. The corporation shall have one (1) director initially and the number of directors may be increased or decreased pursuant to the Bylaws.

ARTICLE VIII

INITIAL DIRECTORS

The name and address of the members of the initial Board of Directors shall be:

| <u>Name</u> | <u>Address</u> |
|-------------------|--------------------------------------------------------------|
| Denise K. Ullerup | 328 Crandon Boulevard Suite 204 Key Biscayne, FL 33149 |

ARTICLE IX
INCORPORATOR

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

Denise K. Ullerup
328 Crandon Boulevard
Suite 204
Key Biscayne, FL 33149

ARTICLE X
AMENDMENT

The Board of Directors may amend any part of the Articles of Incorporation, without shareholder action, including but not limited to the amendments permitted under §607.1002 of the Florida Business Corporation Act.

ARTICLE XI
SPECIAL ELECTION

The corporation expressly elects not to be governed by either §607.0901 or §607.0902 of the Florida Business Corporation Act, as each may be amended from time to time, relating to affiliated transactions and control share acquisitions.

ARTICLE XII
PRE-EMPTIVE RIGHTS

Each shareholder of this corporation shall have the first right to purchase shares (and securities convertible into shares) of any class, kind or series of stock in this corporation that may from time to time be issued (whether or not presently authorized), including shares from the treasury of this corporation, in the ratio that the number of shares a shareholder holds at the time of issue bears to the total number of shares outstanding, exclusive of treasury shares. This right shall be deemed waived by any shareholder who does not exercise it and pay for the shares pre-empted within thirty (30) days of receipt of a notice in writing from the corporation, stating the prices, terms and conditions of the issue of shares, and inviting him to exercise his pre-emptive rights. This right may also be waived

by affirmative written waiver submitted by the shareholder to the corporation within thirty (30) days of receipt of notice from the corporation.

IN WITNESS WHEREOF, the undersigned has executed these Articles of Incorporation this 22 day of February, 1995.

Denise K. Ullerup
Denise K. Ullerup, Incorporator

STATE OF FLORIDA

COUNTY OF Dade

The foregoing instrument was acknowledged before me this 22 day of February, 1995, by Denise K. Ullerup, who is personally known to me or who has produced personally known as identification and who did (did not) take an oath.

[Signature]
SIGNATURE OF NOTARY

Vanin Mesa Benavides
PRINTED NAME OF NOTARY

YANIN MESA BENAVIDES
Notary Public, State of Florida
My Comm. expires Sept 30, 1997
No. 00320075

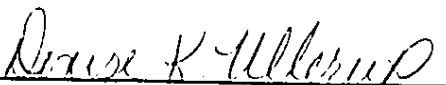
COMMISSION EXPIRES

**CERTIFICATE OF DESIGNATION OF
REGISTERED AGENT AND REGISTERED OFFICE**

Pursuant to the provisions of Sections 48.091, 607.0501 and 607.0505, Florida Statutes, the undersigned corporation, organized under the laws of the State of Florida, submits the following statement in designating the registered agent, in the State of Florida.

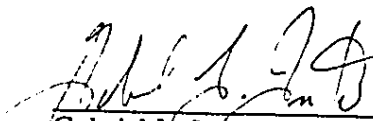
1. The name of the corporation is: **MOBILE AND MEDICAL ASSETS, INC.**
2. The name and address of the registered agent and office is:

Gabriel L. Imperato
BROAD AND CASSEL
500 East Broward Boulevard
Suite 1137
Fort Lauderdale, Florida 33394

By: 
Denise K. Ullerup, Incorporator

Dated this 22 day of February, 1995.

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 MY POSITION AS REGISTERED AGENT INCLUDING THOSE CONTAINED IN SECTION 607.0505, FLORIDA STATUTES.


Gabriel L. Imperato, Esq.

Dated this 22nd day of February, 1995

FILED
95 FEB 24 AM 9 34
SECRETARY OF STATE
TALLAHASSEE, FLORIDA