

CAPITAL CONNECTION, INC.

417 E. Virginia St., Suite 1, Tallahassee, FL 32301, (904)224-8870

Mailing Address: Post Office Box 10349, Tallahassee, FL 32302

TOLL FREE No. 1-800-342-8062

FAX (904) 222-1222

FEB 28 1995

DIVISION OF CORPORATIONS

NAME _____

FIRM _____

ADDRESS _____

PHONE () _____

Service: Top Priority _____ Regular _____
One Day Service Two Day Service

To us via _____ Return via _____

Matter No.: _____ Express Mail No. _____

State Fee \$ _____ Our \$ _____

RE: Electronic Systems, Inc

C. FEE.

DISBURSED

Capital Express

Art. of Inc. File

Certificate Search

Partnership File

Sign Corp. File

Cert. Copy(s)

Art. of Amend. File

Dissolution/Withdrawal

C U S -

Fictitious Name File

Name Reservation

Annual Report/Reinstatement

Reg. Agent Service

Document Filing

Corporate Kit

Vehicle Search

Driving Record

Document Retrieval

UCC 1 or 3 File

UCC 11 Search

UCC 11 Retrieval

File No.'s, _____ Copies

Courier Service

Shipping/Handling

Phone () _____

Top Priority

Express Mail Prep.

FAX () _____ pgs.

410001416864
-02/28/95-01006-017
****122.50****122.5095 FEB 28
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

FILED

MAR 1 1995

SUBTOTALS

FEE.....	\$
DISBURSED.....	\$
SURCHARGE.....	\$
TAX on corporate supplies.....	\$
SUBTOTAL.....	\$
PREPAID.....	\$
BALANCE DUE.....	\$
	\$

Please remit invoice number with payment
TERMS: NET 10 DAYS FROM INVOICE DATE
1 1/2% per month on Past Due Amounts
Past 30 Days, 18% per AnnumTHANK YOU
from
Your Capital Connection

REQUEST _____ TAKEN _____ CONFIRMED _____ APPROVED _____

DATE _____

TIME _____ CK No. _____

BY SW _____WALK-IN Will Pick Up 228 11:00

ARTICLES OF INCORPORATION
OF
ADVANCED INTERACTIVE MEDICAL
ELECTRONIC SYSTEMS, INC.

FILED
95 FEB 28 AM 11:55
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

In compliance with the requirements of Florida Statute Chapter 607, the undersigned, being a natural person, does hereby act as an incorporator in adopting and filing the following Articles of Incorporation for the purpose of organizing a for-profit business corporation.

ARTICLE I
Name

The name of this corporation is: **ADVANCED INTERACTIVE MEDICAL ELECTRONIC SYSTEMS, INC.**

ARTICLE II
Term of Existence

This corporation shall commence as of the date of the filing of these Articles with the Secretary of State and shall have perpetual existence.

ARTICLE III
Principal Office

A. The principal place of business of this corporation is 201 Herrell Road, Winter Springs, Florida 32708.

B. The mailing address of this corporation is 101-51 University Boulevard, Number 191, Orlando, Florida 32817.

ARTICLE IV
Nature of Business

This corporation is organized for the purpose of conducting any lawful activity or business in Florida, the United States of America, or throughout the world.

ARTICLE V

Capital Structure

A. The maximum number of shares of stock that this corporation is authorized to issue is **One Hundred (100) shares**, all of which shall be Common Shares with a par value of One Dollar (\$1.00) each.

B. All Common Shares shall be identical with each other in every respect and the holders thereof shall be entitled to one vote for each share upon all matters on which shareholders have the right to vote.

ARTICLE VI

Initial Registered Agent and Registered Office

A. The initial registered agent of this corporation shall be Carla S. Stanford, Attorney at Law.

B. The street address of the initial registered office of this corporation, which is identical with the business address of the registered agent, is 500 East Altamonte Drive, Suite 210, Altamonte Springs, Florida 32701.

ARTICLE VII

Incorporator

The name and address of the incorporator is Carla S. Stanford, Attorney at Law, 500 East Altamonte Drive, Suite 210, Altamonte Springs, Florida 32701.

ARTICLE VIII

Indemnification

This corporation shall indemnify any officer or director, or former officer or director, to the full extent permitted by law.

ARTICLE IX

Preemptive Rights

The shareholders of this corporation shall be and are hereby vested with preemptive rights as to their shareholdings in this corporation. Accordingly, 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 or she already holds, shall have the right to purchase his or her pro rata share thereof, as nearly as

may be done without the issuance of fractional shares, at the price at which the shares are offered to others.

ARTICLE X Shareholders

The initial shareholders of this corporation are:

Name:	Shares:	Percent:
Virginia Phillips	10	10%
Kari Nesselrode	39	39%
Adelaide Schock	<u>51</u>	<u>51%</u>
	100	100%

IN WITNESS WHEREOF, the undersigned incorporator executed these Articles of Incorporation this 27th day of February, 1995.

Carla S. Stanford
CARLA S. STANFORD
Attorney at Law

STATE OF FLORIDA
COUNTY OF SEMINOLE

Before me personally appeared Carla S. Stanford, Attorney at Law, to me well known and known to me to be the individual described in and who executed the foregoing, and acknowledged before me that she executed the same for the purposes therein expressed.

WITNESS my hand and official seal in the county and state named above this 27th day of February, 1995.

Janice J. Clark
Janice Clark
Notary Public
My Commission Expires:

NOTARY PUBLIC, STATE OF FLORIDA.
MY COMMISSION EXPIRES Nov. 15, 1995.

**CERTIFICATE OF DESIGNATION
REGISTERED AGENT/REGISTERED OFFICE
ADVANCED INTERACTIVE MEDICAL
ELECTRONIC SYSTEMS, INC.**

FILED

FEB 28 AM 11:55
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Pursuant to the provisions of section 607.0501, 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: ADVANCED INTERACTIVE MEDICAL ELECTRONIC SYSTEMS, INC.
2. The name and address of the registered agent and office is:

Carla S. Stanford, Attorney at Law
500 East Altamonte Drive, Suite 210
Altamonte Springs, Florida 32701

Carla S. Stanford
CARLA S. STANFORD
Incorporator
Advanced Interactive Medical
Electronic Systems, Inc.

Date: February 27, 1995

HAVING BEEN NAMED AS REGISTERED AGENT AND TO ACCEPT SERVICE OF PROCESS FOR THE ABOVE STATED CORPORATION AT THE PLACE DESIGNATED IN THIS CERTIFICATE, I HEREBY ACCEPT THE APPOINTMENT AS REGISTERED AGENT AND AGREE TO ACT IN THIS CAPACITY. IF 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 AN ACCEPT THE OBLIGATIONS OF MY POSITION AS REGISTERED AGENT.

Carla S. Stanford
CARLA S. STANFORD
ATTORNEY AT LAW

Date: February 27, 1995