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TO: DIVISION OF CORPORATIONS
DEPARTMENT OF STATE
STATE OF FLORIDA
409 EAST GAINES STREET
TALLAHASSEE, FL 32399
FAX: (904) 922-4000
FROM: FAS-T CORP. AGENTS, INC.
8405 NW 53RD ST
SUITE C-100
MIAMI FL 33166-72-
CONTACT: LIDIA FERNANDEZ
PHONE: (305) 599-0839
FAX: (305) 592-9591
DOCUMENT TYPE: FLORIDA PROFIT CORPORATION OR P.A.
NAME: INTER MED LAB, INC.

FAX AUDIT NUMBER: H95000002759
DATE REQUESTED: 03/09/1995
CERTIFIED COPIES: 1
NUMBER OF PAGES: 3
ESTIMATED CHARGE: \$122.50
CURRENT STATUS: REQUESTED
TIME REQUESTED: 15:59:01
CERTIFICATE OF STATUS: 0
METHOD OF DELIVERY: FAX
ACCOUNT NUMBER: 071001002335
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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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**ARTICLES OF INCORPORATION
OF
INTER MED LAB, INC.**

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TALLAHASSEE, FLORIDA

ARTICLE I- NAME

The name of this corporation is INTER MED LAB, INC.

ARTICLE II-PURPOSE

This corporation is organized for the following purpose:
To engage in such lawful business for which corporation may be incorporated under
the Florida General Corporation Act.

ARTICLE III-DURATION

The duration of the corporation shall be perpetual.

ARTICLE IV- INCORPORATION

The existence of the corporation shall commence as of the time of the filing of
these Articles of Incorporation with the Secretary of the State of Florida.

ARTICLE V- AUTHORIZED SHARES

The aggregate number of shares of stock that this corporation is authorized to
have outstanding at any one time is Seventy-Five Hundred (7500) shares of common
stock each having a par value of one dollar (\$1.00) per share.

ARTICLE VI - PREEMPTIVE RIGHTS

The shareholders of the corporation shall have the preemptive right to acquire
unissued or treasury shares of the corporation or securities of the corporation
convertible into or carrying a right to subscribe to or acquire shares.

Prepared by: Perez & Hernandez, P.A.
800 Douglas Road, Suite 315
Coral Gables, FL 33134
(305) 445-7666

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ARTICLE VI - REGISTERED OFFICE AND AGENT

The initial street address of the registered office of this corporation in the State of Florida is 3178 Coral Way, Miami, Florida 33145.
The name of the initial registered agent at such address is Martha Lima.

ARTICLE VII - INITIAL BOARD OF DIRECTORS

The Initial Board of Directors shall consist of four (4) members.

The Initial Directors and their address are:

Martha Lima, President, 3178 Coral Way, Miami, Florida 33145.

Hector Rivera, Vice President, 3178 Coral Way, Miami, Florida 33145.

Lula A. Lima, Secretary, 3178 Coral Way, Miami, Florida 33145.

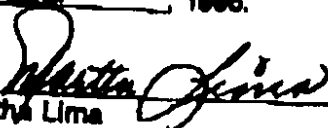
Eugenio Llamera, Treasurer, 3178 Coral Way, Miami, Florida 33145.

ARTICLE IX - INCORPORATOR

The name and street address of the incorporator is:

Martha Lima, 3178 Coral Way, Miami, Florida 33145

IN WITNESS WHEREOF, the undersigned has executed these Articles of Incorporation this 6 day of March, 1995.


Martha Lima
Incorporator and Registered Agent

STATE OF FLORIDA)
)SS
COUNTY OF DADE)

BEFORE ME, the undersigned authority, in and for the said County and State, personally appeared Martha Lima the incorporator, subscriber and the person described in and who produced identification R. DE WEAVER who executed the foregoing Articles of Incorporation, who acknowledged before me that he did so for the uses and purposes therein mentioned.

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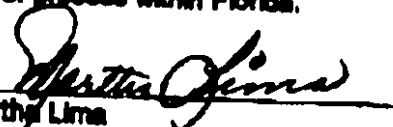
IN WITNESS WHEREOF, I have hereunto set my hand and affixed my official seal this 6 day of March, 1995.

MY COMMISSION EXPIRES:  NOTARY PUBLIC

**CERTIFICATE DESIGNATING DOMICILE AND AGENT
SERVICE FOR PROCESS WITHIN THE STATE OF FLORIDA**

IN COMPLIANCE with Florida Statute, 48.091, the following is submitted:

FIRST: That INTER MED LAB, INC., desiring to organize or qualify under the laws of the State of Florida, with its principal place of business located at 3178 Coral Way, Miami, Florida 33145 has named the undersigned at the address hereunder stated as its agent to accept service of process within Florida.


Martha Lima
3178 Coral Way
Miami, Florida 33145

Having been named to accept service of process for the above stated

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TALLAHASSEE FLORIDA

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Gaston R. Alvarez P.A.
Attorney at Law

SUITE 201
1313 PONCE DE LEON BOULEVARD
CORAL GABLES, FLORIDA 33134

TELEPHONE: (305) 443-3812
FAX: (305) 441-9109

August 16, 1995

Secretary of State
P.O. Box 6327
Tallahassee, FL 32314

RE: INTER MED LAB, INC.

Dear Sir/Madam:

Enclosed herewith please find original Articles of Dissolution of the above-captioned corporation together with the attached Certified Copy of Resolution of same.

Also enclosed you will find a check in the amount of \$35.00 payable to "Secretary of State" for the filing of same.

Kindly return copy of the Article of Dissolution duly filed in the self-addressed stamped envelope which I have provided for your convenience.

Sincerely yours,

Gaston R. Alvarez
GASTON R. ALVAREZ

GRA/kbs
enclosures

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N. HENDRICKS AUG 21 1995

ARTICLE OF DISSOLUTION OF
INTER MED LAB, INC.

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Pursuant to Section 607.267, Florida Statutes, the undersigned corporation submits the following articles of dissolution.

1. The name of the corporation is INTER MED LAB, INC.
2. The names and addresses of the current officers and directors are:

MARTHA LIMA - 3178 Coral Gables, Miami, Florida 33145
HECTOR RIVERA - 3178 Coral Way, Miami, Florida 33145
LUIS A. LIMA - 3178 Coral Way, Miami, Florida 33145
EUGENIO LLANERA - 3178 Coral Way, Miami, Florida 33145
3. All debts, obligations and liabilities of the corporation have been paid.
4. All remaining property and assets of the corporation have been distributed among its shareholders in accordance with their respective rights and interests.
5. There are no actions pending against the corporation in any court.
6. The corporation has elected to dissolve by act of the corporation. A copy of the corporate resolution to dissolve is attached. Such resolution was adopted by the shareholders of the corporation on August 11, 1995.

DATED: August 11, 1995

INTER MED LAB, INC.

By: Martha Lima
Martha Lima, President

By: Luis A. Lima
Luis A. Lima, Secretary

STATE OF FLORIDA)
COUNTY OF DADE)

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BEFORE ME, the undersigned authority, personally appeared MARTHA LIMA and LUIS A. LIMA, as President and Secretary of INTER MED LAB, INC., to me well known to be the persons who executed the foregoing Articles of Dissolution or who have produced _____ as identification, and acknowledged before me, according to law, that they made and subscribed the same for the purpose therein mentioned and set forth.

IN WITNESS WHEREOF, I have hereunto set my hand and seal this 11th day of August, 1995.


Notary Public State of Florida at Large
Print Name Roger Korac

My Commission Expires:

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CERTIFIED COPY OF RESOLUTION
OF
BOARD OF DIRECTORS OF
INTER MED LAB, INC.


The undersigned, as President and Secretary of the above named corporation, do hereby certify that said corporation is a valid corporation organized and existing under the laws of the State of Florida, and further certify that we are officers of said corporation serving in the capacity of Secretary and President and in said capacity we are making this certified copy of a Resolution adopted at a meeting of the Board of Directors of said corporation, which meeting was a valid meeting of the Board of Directors in accordance with the By-Laws of said corporation. The Resolution which was passed unanimously by said Board of Director is as follows:

"RESOLVED" that INTER MED LAB, INC., be dissolved effective August 11, 1995 and that the President, Martha Lima and the Secretary, Luis A. Lima execute any and all documents necessary to dissolve the corporation.

WE FURTHER certify that the copy of Resolution shown above is true and correct and the same has not been modified or rescinded.

IN WITNESS WHEREOF WE have hereunto set our hands as said officer of the corporation and in such capacity have affixed hereto the corporate seal.

DATED this 11th day of August, 1995.



Martha Lima, President



Luis A. Lima, Secretary

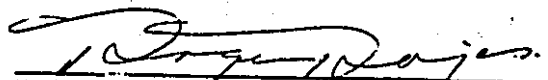
(corporate seal)

STATE OF FLORIDA)
: ss
COUNTY OF DADE)

BEFORE ME, the undersigned authority, personally appeared Martha Lima and Luis A. Lima, to me known to be the persons described herein and who executed the foregoing instrument as

President and Secretary of INTER MED LAB, INC., who are personally known to me or who have produced _____ as identification and acknowledged to me that they executed such instrument as President and Secretary of said corporation and that the seal affixed to the foregoing instrument is the corporate seal of said corporation and that it was affixed to said instrument by due and regular corporate authority, and that said instrument is the free act and deed of said corporation.

WITNESS my hand and seal, this 11th day of August, 1995.



Notary Public, State of Florida at Large
Print Name Roger Rorres

My Commission Expires:

