

# 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

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 \$ \_\_\_\_\_

REQUEST	TAKEN	CONFIRMED	APPROVED
DATE _____	_____	_____	_____
TIME _____	_____	_____	CK No. _____
BY _____	_____	_____	_____

WALK-IN \_\_\_\_\_  
 Will Pick Up 3:21 110

RE: Investment Firm, Inc

95 MAR 31 AM 9:59

VISION OF CORPORATION

C.C. FEE.

DISBURSED

Capital Express™

Art. of Inc. Filo

Corp. Record Search

Ltd. Partnership File

Foreign Corp. Copy

( ) Corp. Copy

Art. of Amendment

Dissolution/Withdrawal

C U S - 9, S

Fictitious Name Filo

Name Reservation

Annual Report/Reinstatement

Reg. Agent Service

Document Filing

Corporate Kit

Vehicle Search

Driving Record

Document Retrieval

UCC 1 or 3 Filo

UCC 11 Search

UCC 11 Retrieval

File No.'s, \_\_\_\_\_ Copies

Courier Service

Shipping/Handling

Phone ( ) \_\_\_\_\_

Top Priority

Express Mail Prep.

FAX ( ) \_\_\_\_\_ pgs.

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 Annum

95 MAR 31 AM 9:59  
 SECRETARY OF STATE  
 TALLAHASSEE, FLORIDA

FILED

THANK YOU  
 from  
 Your Capital Connection

ARTICLES OF INCORPORATION

OF

INVESTMENT EXIM, INC.

The undersigned hereby form this corporation under the laws of the State of Florida, by and under the provisions of the statutes of the State providing for the formation, liability, rights, privileges and immunities of a corporation for profit.

ARTICLE I. Corporate Name.

The name of this corporation is INVESTMENT EXIM, INC. (Hereinafter referred to as the "Corporation").

ARTICLE II. Nature of Business.

This corporation is organized for the following purposes:

- a. To engage in sales and import/export of medical supplies.
- b. To manufacture, purchase or otherwise acquire, and to own and mortgage, pledge, sell, assign and transfer and otherwise dispose of, and to invent, trade, deal in and deal with good, ware, merchandise and other personal property of every class and description whatsoever.
- c. To buy, sell, manufacture, repair, alter and exchange, let or hire, export and deal in all kinds of articles and things which may be required for the purpose of any of the said businesses, or commonly supplied or dealt in by persons engaged in any such businesses, or which may seem capable or being profitably dealt with in connection with any of the said businesses.
- d. To guarantee, to acquire by purchase, subscription or otherwise, hold for investment or otherwise, sell, assign, transfer, mortgage, pledge or otherwise dispose of the shares of the capital stock, or any bonds, securities or evidences of indebtedness created by any other corporation or corporations of the State of Florida, or any other state or government, domestic or foreign; and while the owner of any such stocks, bonds, securities or evidences of indebtedness, to exercise all the rights, powers and privileges of ownership, including the right to vote thereon

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TALLAHASSEE, FLORIDA

for any and all purposes; to aid by loan, subsidy, guaranty, or in any other manner whatsoever so far as the same may be permitted in the case of corporations; and to do all and any such acts or things designed to accomplish any such purposes.

e. To acquire, hold, own, dispose of and generally deal in grants, concessions, franchises and contracts of every kind; to cause to be formed, to promote and to aid in any way in the formation of any corporation, domestic or foreign.

f. To borrow money and contract debts when necessary for the transaction of its business or for the exercise of its corporate rights; to issue bonds, promissory notes, bills of exchange, secured or unsecured; and to pledge the same; all upon terms and conditions as fixed by the Board of Directors.

g. To have one or more offices, conduct its business and promote its objects within and without the State of Florida, in other states, the District of Columbia, the territories, possessions and dependencies of the United States, and in foreign countries, without restriction as to place or amount.

h. To do all and everything necessary and proper for the accomplishment of any of the purposes or the attaining of any of the objects or the furtherance of any of the powers enumerated in these Articles of Incorporation or any amendment thereof, necessary or incidental to the protection and benefit of the corporation, as principal, agent, director, trustee or otherwise, and, in general, either alone or in association with other corporations, firms, or individuals, to carry on any lawful business necessary or incidental to the accomplishment of the purposes or the attainment of the objects or the furtherance of such purposes or objects of the corporation, whether or not such business is similar in nature.

The foregoing paragraphs shall be construed as enumerating both objects and powers of the corporation; and it is hereby expressly provided that the foregoing enumeration of specific

powers shall not be held to limit or restrict in any manner the powers of this corporation.

To have an to exercise all the powers now or hereafter conferred by Laws of the State of Florida upon corporations organized pursuant to the laws under which this corporation is organized and any and all acts amending said law or supplement thereto.

**ARTICLE III. Capital Stock.**

The amount of the total authorized capital stock of the corporation shall be One Hundred (100) shares of Common Stock at Five (\$5.00) Dollars par value.

**ARTICLE IV. Initial Capital.**

The amount of capital with which the corporation shall begin business shall be Five Hundred (\$500.00) Dollars.

**ARTICLE V. Corporate Existence.**

The corporation shall have perpetual existence.

**ARTICLE VI. Registered Office and Registered Agent.**

The principal place of business of said corporation is to be located in Fort Lauderdale, Florida, at 4930 S.W. 26th Terrace, with the privilege, however, of having branch offices or places of business at any other place or places within or without the State of Florida, or in foreign countries. Waldemar D. Canino is hereby designated as Registered Agent of the corporation and whose mailing address is 4930 S.W. 26th Terrace, Fort Lauderdale, Florida 33312.

**ARTICLE VII. Number of Directors.**

The affairs of the corporation shall be conducted by a Board of not less than three (3) directors, who need not be stockholders.

**ARTICLE VIII. Directors and Officers.**

The name and post office address of the first Board of Directors of the corporation, who, subject to the provisions of this Certificate of Incorporation and the By-Laws and General Corporation Laws of the State of Florida, shall hold office for the

first year of the corporation's existence, or until successor is elected and qualified, are as follows:

NELSON C. APOSTOL	4930 S.W. 26th Terrace Fort Lauderdale, Florida 33312
SONIA M. CANINO	4930 S.W. 26th Terrace Fort Lauderdale, Florida 33312
WALDEMAR D. CANINO	4930 S.W. 26th Terrace Fort Lauderdale, Florida 33312

Initially the office of President, Vice-President, Secretary and Treasurer shall be held by:

NELSON C. APOSTOL	4930 S.W. 26th Terrace Fort Lauderdale, Florida 33312	President
RICHARD A. APOSTOL	4930 S.W. 26th Terrace Fort Lauderdale, Florida 33312	Vice-President
WALDEMAR D. CANINO	4930 S.W. 26th Terrace Fort Lauderdale, Florida 33312	Secretary
SONIA M. CANINO	4930 S.W. 26th Terrace Fort Lauderdale, Florida 33312	Treasurer

until successors are elected and qualified.

#### ARTICLE IX. Subscribers.

The name and post office address of the subscribers of this Certificate of Incorporation, and a statement of the number of shares of stock which they agree to take is as follows:


NELSON C. APOSTOL	4930 S.W. 26th Terrace Fort Lauderdale, Florida 33312	50 Shares
WALDEMAR D. CANINO	4930 S.W. 26th Terrace Fort Lauderdale, Florida 33312	25 Shares
SONIA M. CANINO	4930 S.W. 26th Terrace Fort Lauderdale, Florida 33312	25 Shares

#### ARTICLE X. Amendments.

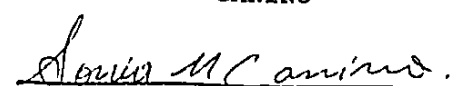
The Articles of Incorporation may be amended at any time. Said amendment proposed by a member of the Board of Directors, and

adopted by the affirmative vote of a majority of the members of the Board of Directors of the corporation.

IN WITNESS WHEREOF, the undersigned have made and subscribed these Articles of Incorporation at Miami, Dade County, Florida, for the uses and purposes aforesaid, on this 23 day of MARCH, 1995.

  
NELSON C. APOSTOL

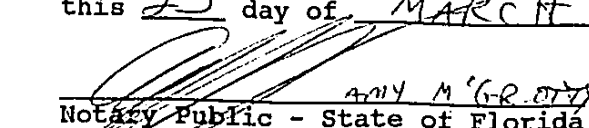
  
WALDEMAR D. CANINO

  
SONIA M. CANINO

STATE OF FLORIDA     )  
                                  SS:  
COUNTY OF DADE     )

Personally appeared before me, the undersigned authority, NELSON C. APOSTOL, WALDEMAR D. CANINO AND SONIA M. CANINO, known to me to be the persons described in and who executed the foregoing Articles of Incorporation.

Witness by my hand and seal at Miami, Dade County, Florida, this 23 day of MARCH, 1995.

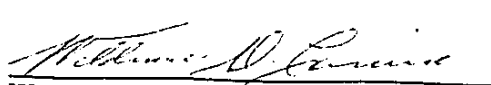
  
Notary Public - State of Florida

My Commission Expires:

NOTARY PUBLIC, STATE OF FLORIDA AT LARGE  
MY COMMISSION EXPIRES JULY 09 1995  
BONDED THRU HUCKLEBERRY & ASSOCIATES

**ACKNOWLEDGMENT AND CONSENT OF REGISTERED AGENT**

Having been named initial Registered Agent to accept service of process on the corporation at the initial registered office designated in these Articles of Incorporation, I hereby accept such status and consent to act in this capacity and agree to comply with all the requirements of law pertaining thereto.

  
WALDEMAR D. CANINO,  
REGISTERED AGENT

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TALLAHASSEE, FLORIDA