

P950002755/

SMITTAL LETTER

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

SUBJECT: The Carson Group, Inc.
(Proposed corporate name - must include suffix)

Enclosed is an original and one (1) copy of the articles of incorporation and a check for :

| | \$70.00
Filing Fee

| | \$78.75
Filing Fee
& Certificate

✓ | | \$122.50
Filing Fee
& Certified Copy

| | \$131.25
Filing Fee,
Certified Copy
& Certificate

FROM: DOROTHY B. CARSON
Name (printed or typed)

14367 Blackberry Drive
Address

West Palm Beach, Fl. 33414
City, State & Zip

(407) 753-9806
Daytime Telephone number

MAR 21 1995 BSB

4/2/1995
11 95-6231

NOTE: Please provide the original and one copy of the articles.



FLORIDA DEPARTMENT OF STATE
Sandra B. Mortham
Secretary of State

March 21, 1995

DOROTHY B. CARSON
14369 BLACKBERRY DRIVE
WEST PALM BEACH, FL 33414

SUBJECT: THE CARSON GROUP, INC.
Ref. Number: W95000006239

We have received your document for THE CARSON GROUP, INC. and check(s) totaling \$122.50. However, the enclosed document has not been filed and is being returned to you for the following reason(s):

Corporations may file using only the corporate name. Please delete any reference to the "doing business as name" in your document. If you wish to register your fictitious name, you may do so by filing the enclosed application and submitting the appropriate fees to this office.

The name designated in your document is unavailable since it is the same as, or it is not distinguishable from the name of an existing entity. Simply adding "of Florida" or "Florida" to the end of an entity name **DOES NOT** constitute a difference. Please select a new name and make the substitution in all appropriate places. One or more words may be added to make the name distinguishable from the one presently on file.

When the document is resubmitted, please return a copy of this letter to ensure that your document is properly handled.

If you have any questions about the availability of a particular name, please call (904) 488-9000.

Please return your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (904) 487-6925.

Brenda Baker
Corporate Specialist

Letter Number: 795A00012618

FILED
JAN 20 1988
CLERK OF CIRCUIT COURT
IN AND FOR THE COUNTY OF PALM BEACH, FLORIDA

ARTICLES OF INCORPORATION

The undersigned incorporator(s), for the purpose of forming a corporation under the Florida Business Corporation Act, hereby adopt(s) the following Articles of Incorporation.

ARTICLE I NAME

The name of the corporation shall be:

*Diabetic Supply Foundation of
The Carson Group, Inc.*

ARTICLE II PRINCIPAL OFFICE

The principal place of business and mailing address of this corporation shall be:

*14369 Blackberry Drive
West Palm Beach, Florida 33414*

ARTICLE III SHARES

The number of shares of stock that this corporation is authorized to have outstanding at any one time is:

500 shares of stock

ARTICLE IV INITIAL REGISTERED AGENT AND STREET ADDRESS

The name and address of the initial registered agent is:

*Dorothy B. Carson
14369 Blackberry Drive
West Palm Beach, Florida 33414*

ARTICLE V INCORPORATOR(S)

The name(s) and street address(es) of the incorporator(s) to these Articles of Incorporation is(are):

Craig Patrick Carson, President
Dorothy Bourg Carson, Vice-President
same address

14369 Blackberry Drive
West Palm Beach, Florida 33414

The undersigned incorporator(s) has(have) executed these Articles of Incorporation this

tenth (10) day of March, 1995.

Craig Patrick Carson
Signature

Dorothy Bourg Carson
Signature

Signature

ARTICLE V

The directors of Diabetic Supply Foundation of The Carson Group, Inc. are Craig Patrick Carson and Dorothy Bourg Carson both of 14369 Blackberry Drive West Palm Beach, Florida 33414.

The purpose of Diabetic Supply Foundation of The Carson Group, Inc. is to act as a medical equipment supply service company especially for insulin dependent diabetics. The purpose of this corporation is not limited to this sole activity, especially since both directors are authorized sales representatives of Volume Reduction Systems, Inc., a resource management system for municipality and industrial use.

The general management and operations of Diabetic Supply Foundation of The Carson Group, Inc. recognizes both directors to have equal power in unison and in total individual power in the absence of its fellow director.

The par value of the corporate stock is presently at \$1.00 with a total of 500 shares available.

The corporation maintains all responsibility for the actions of the directors and employees as they operate in good faith for the corporation in the servicing of its clientele. All manufacturers' warranties and guarantees, all subcontractors and vendors' liability insurance and bonds, all services hired for the use of Diabetic Supply Foundation of The Carson Group Inc. clientele are held responsible first and over and above all secondary responsibilities of the Diabetic Supply Foundation of The Carson Group, Inc.

Let the bylaws clearly state that the primary and truest purpose of this corporation is to provide through its earnings undergraduate and graduate tuition and related expenses for the children of Dorothy and Craig Carson, being Benjamin Craig Carson, Jack Aaron Carson, Paul Elloit Carson and Kailinn Rose Carson. May God grant us the wisdom and the courage to accomplish this task with dignity and grace for those individuals this corporation serves.

CERTIFICATE OF DESIGNATION OF REGISTERED AGENT/REGISTERED OFFICE

PURSUANT TO THE PROVISIONS OF SECTION 607.0501 or 617.0501, 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: Diabetic Supply Foundation of
The Carson Group, Inc.

2. The name and address of the registered agent and office is:

Dorothy B. Carson
(Name)
14369 Blackberry Drive
(P.O. Box not acceptable)
West Palm Beach, Florida 33411
(City/State/Zip)

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. I 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 and accept the obligations of my position as registered agent.

Dorothy B. Carson
(Signature)

March 10, 1995
(Date)