

P95000030755

TRANSMITTAL LETTER

Department of State
Division of Corporations
409 E. Gaines Street
Tallahassee, Florida 32399

SUBJECT:

Enclosed please find an original and two (2) copies of the articles of incorporation for the above corporation and check # in the amount of One Hundred Twenty-Two Dollars and Fifty Cents (\$122.50) to cover tax, filing fees, registered agent filing fees, and fee for one (1) certified copy of the articles.

FROM:

GASTRO LAB Inc.
4422 SW 127 PLACE
MIAMI FL 33175

900001439679
-03/24/95--01113--011
****122.50 ****122.50

RECEIVED APR 20 1995

1045-6761

6/14/95

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Int'l (sample)

FILED
MAR 23 7:45



FLORIDA DEPARTMENT OF STATE

Sandra B. Mortham
Secretary of State

April 12, 1995

GASTRO LAB INC.
4422 SW 127 PL
MIAMI, FL

SUBJECT: GASTRO LAB INC.
Ref. Number: W95000006761

95 APR 20 11 7 45
FILED

We have received your document for GASTRO LAB INC. and your check(s) totaling \$122.50. However, the enclosed document has not been filed and is being returned for the following correction(s):

A corporation may not serve as its own registered agent. Please designate an individual, another active domestic corporation, or a foreign corporation authorized to transact business within this state, having a Florida street address identical with that of the registered office.

The document must contain written acceptance by the registered agent, (i.e. "I hereby am familiar with and accept the duties and responsibilities as registered agent for said corporation"); and the registered agent's signature.

The registered agent must sign accepting the designation.

Section 607.0120(6)(b), or 617.0120(6)(b), Florida Statutes, requires that articles of incorporation be executed by an incorporator.

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) 487-6052.

Hope Sims
Corporate Specialist

Letter Number: 595A00013889



FLORIDA DEPARTMENT OF STATE
Sandra B. Mortham
Secretary of State

March 28, 1995

GASTRO LAB INC.
4422 SW 127 PL
MIAMI, FL

SUBJECT: GASTRO LAB INC.
Ref. Number: W95000006761

FILED
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TALLAHASSEE

We have received your document for GASTRO LAB INC. and your check(s) totaling \$122.50. However, the enclosed document has not been filed and is being returned for the following correction(s):

A corporation may not serve as its own registered agent. Please designate an individual, another active domestic corporation, or a foreign corporation authorized to transact business within this state, having a Florida street address identical with that of the registered office.

The registered agent must sign accepting the designation.

PLEASE STATE THE INCORPORATORS NAME IN ARTICLE VIII.

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) 487-6052.

Hope Sims
Corporate Specialist

Letter Number: 595A00013889

ARTICLES OF INCORPORATION
OF

THE UNDERSIGNED, has executed the following document as incorporator of the above named corporation, a corporation organized under the laws of the State of Florida, and all rights duties and obligations of the undersigned as incorporator, and those of the corporation, are to be determined in accordance with the laws of the State of Florida.

ARTICLE I

The name of this corporation shall be: *GIASTRO LAB Inc*

ARTICLE II

This corporation shall commence existence upon the filing of these Articles of Incorporation by the Department of State, State of Florida, and shall have perpetual existence.

ARTICLE III

The general nature of the business and objects and purposes proposed to be transacted and carried on by this corporation are to do any and all of the things herein mentioned, as fully and to the same extent as natural persons might do, viz:

- (1) Transact any and all lawful business.
- (2) Said corporation shall further have powers:

To have perpetual succession by its corporate name;

To sue and be sued, complain, and defend in its corporate name in all actions or proceedings;

To have a corporate seal, which may be altered at pleasure, and to use the same by causing it, or a facsimile thereof, to be impressed, affixed, or in any other manner reproduced;

To purchase, take, receive, lease, or otherwise acquire, own, hold, improve, use, and otherwise deal in and with real or personal property or any interest therein, wherever situated;

To sell, convey, mortgage, pledge, create a security interest in, lease, exchange, transfer, and otherwise dispose of all or any part of its property and assets;

To lend money to, and use its credit to assist, its officers and employees in accordance with Florida Statute S607.141;

To purchase, take, receive, subscribe for, or otherwise acquire, own, hold, vote, use, employ, sell, mortgage, lend, pledge, or otherwise dispose of, and otherwise use and deal in and with, shares or other interests in, or obligations of, other domestic or foreign corporations, associations, partnerships, or individuals, or direct or

indirect obligations of the United States or of any other government, state, territory, governmental district, or municipality or of any instrumentality thereof;

To make contracts and guarantees and incur liabilities, borrow money at such rates of interest as the corporation may determine, issue its notes, bonds, and other obligations, and secure any of its obligations by mortgage or pledge of all or any of its property, franchises, and income;

To lend money for its corporate purposes, invest and reinvest its funds, and take and hold real and personal property as security of the payment of funds so loaned or invested;

To conduct its business, carry on its operations, and have offices and exercise the powers granted by this act within or without this state;

To elect or appoint officers and agents of the corporation and define their duties and fix their compensation;

To make and alter bylaws, not inconsistent with its articles of incorporation or with the laws of this state, for the administration;

To make donations for the public welfare or for charitable, scientific, or educational purposes;

To transact any lawful business which the board of directors shall find will be in aid of governmental policy;

To pay pensions and establish pension plans, profit sharing plans, stock bonus plans, stock option plans, and other incentive plans for any or all of its directors, officers, and employees and for any or all of the directors, officers, and employees of its subsidiaries;

To be a promoter, incorporator, partner, member, associate, or manager of any corporation, partnership, joint venture, trust, or other enterprise;

To have and exercise all powers necessary of convenient to effect its purposes;

To indemnify any person who by reason of the fact that he is or was a director, officer, employee or agent of the corporation to the full extent as permitted by Florida Statute S607.014;

ARTICLE IV

The aggregate number of shares which this corporation shall have authority to issue is the total sum of _____ shares, having an individual par value of _____

Unless otherwise stated in these articles, or in an amendment to these articles, there shall be only one (1) class of stock of this corporation.

ARTICLE V

The street address of the initial registered office and the name of the initial Registered Agent of this corporation shall be:

ARTICLE VI

The initial Board of Directors shall consist of a total of _____ person(s) and the name and address of the person(s) who is to serve as an initial director(s) is:

ARTICLE VII

The address of the principal office of this corporation is:

4422 SW 127 PL MIAMI FL 33175

ARTICLE VIII

The name and address of the incorporator executing these Articles of Incorporation is:

JOSE M. MARREIRO
10503 SW 55TH MIAMI FL 33165

IN WITNESS WHEREOF, the undersigned incorporator has (ve) executed these articles of incorporation this 23 day of MARCH, 19 75

Carlos M. Ferreiro
CARLOS M. FERREIRO
PRESIDENT

STATE OF FLORIDA)

COUNTY OF DADE)

Before me, a notary public authorized to take acknowledgements in the state and county set fourth above, personally appeared _____ known to me and known by me to be the person(s) who executed the foregoing articles of incorporation, and he (they) acknowledged before me that he (they) executed those articles of incorporation.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed my official seal in the state and county aforesaid, this _____ day of _____, 19

NOTARY PUBLIC, STATE OF FLORIDA
AT LARGE

My commission expires:

Miami FL April 16, 1995

To: Division of Corporation

I hereby am familiar with
and accept the duties and
responsibilities as registered
agent for Corbo Lab Corporation.

Carlos M. Ferreira
Officer

Ref # W95000006761

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FBI - MIAMI