

P9500032199

TRANSMITTAL LETTER

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

Subject: Tender Star Oxygen and Respiratory D.M.E. Corp

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

\$131.25 (Filing Fee, Certified Copy & Certificate

From:

Earla J. Millison

Name (printed or Typed)

7967 North West 41 Court

Sunrise, FL 33351

(305) 747-9537

Daytime Telephone Number

SEP 23 PM 12:15

mtm

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-04/20/95- 01103--010  
\*\*\*131.25 \*\*\*131.25

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## ARTICLE 1 NAME

**TENDER STAR OXYGEN AND RESPIRATORY D.M.E. CORP.**

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

## ARTICLE III SHARES

**WHEREAS, pursuant to the requirements of Section 1244 and the Regulations issued thereunder, the following plan has been submitted to the Corporation by the Board of Directors of the Corporation:**

- (a) The plan as hereafter set forth shall, upon its adoption by the Board of Directors of the Corporation immediately become effective.
- (b) No more than 100,000 shares of common stock are authorized to be issued under this plan, such stock to have a par value of \$100.00 per share.
- (c) Stock authorized under this plan shall be issued only in exchange for money, or property susceptible to monetary valuation other than capital stock, securities or services rendered or to be rendered. The aggregate dollar amount to be received for such stock shall not exceed \$1,000,000.00 and the sum of each aggregate dollar amount and equity capital of the Corporation (determined on the date of adoption of the plan) shall not exceed \$1,000,000.00.

(d) Any stock options granted during the life of this plan which apply to the stock issuable hereunder shall apply solely to such stock and to no other and must be exercised within the period in which the plan is effective.

(e) Such other action as may be necessary shall be taken by the Corporation to qualify the stock to be offered and issued under this plan as "Section 1244 Stock," as such term is defined in the Internal Revenue Code and the regulations issued thereunder.

**ARTICLE IV INITIAL REGISTERED AGENT AND STREET ADDRESS**

The name and address of the initial registered agent is:

David M. Millison  
7967 North West 41 Court  
Sunrise, FL 33351

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**ARTICLE V INCORPORATOR(S)**

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

Farla I. Millison  
David M. Millison  
7969 North West 41 Court  
Sunrise, FL 33351

The undersigned incorporator(s) has (have) executed these Articles of Incorporation this Seventh (7) day of April, 1995

Farla I. Millison  
David M. Millison

**CERTIFICATE OF DESIGNATION OF  
REGISTERED AGENT/REGISTERED OFFICE**

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.

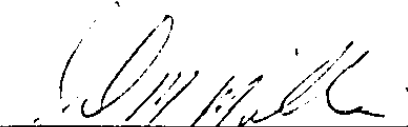
1. The name of the corporation is:

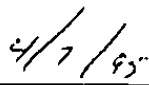
TENDER STAR OXYGEN and RESPIRATORY D.M.E. CORP.

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

David M. Millison  
7967 North West 41 Court  
Sunrise, Florida 33351

*Having been named as registered agent and to accept service of process for the aboved  
started 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.*

  
\_\_\_\_\_  
(Signature)

  
\_\_\_\_\_  
(Date)