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MAY 22 1995  
DIVISION OF CORPORATIONS  
**PROBATION 410393**

ACCOUNT NO. : 0721000003

REFERENCE : 602929 81231A

AUTHORIZATION : Patricia Lyette

COST LIMIT : \$ 122.50

ORDER DATE : May 22, 1995

ORDER TIME : 12:32 PM

ORDER NO. : 602929

600001485706

CUSTOMER NO: 81231A

CUSTOMER: John E. Kassos, Esq  
JOHN E. KASSOS, ESQUIRE

P. O. Box 41050

St Petersburg, FL 33743

DOMESTIC FILING

NAME: WORLD MEDICAL, INC.

XX ARTICLES OF INCORPORATION  
     CERTIFICATE OF LIMITED PARTNERSHIP

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

XX CERTIFIED COPY  
     PLAIN STAMPED COPY  
     CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Debbie Skipper

EXAMINER'S INITIALS:

T. BROWN  
MAY 23 1995

FILED  
95 MAY 22 AM 8:27  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

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SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

ARTICLES OF INCORPORATION

The undersigned, acting as Incorporator of a corporation under the Florida General Corporation Act, adopts the following Articles of Incorporation for such corporation:

1. Name of Corporation. The name of this corporation shall be World Medical, Inc.

2. Principal Office of Corporation. The address of the principal office of the corporation shall be 12345 62nd St. N., Largo, Fl. 34643.

3. Duration. The period of its duration is perpetual.

4. Purposes. The purpose is to engage in any activities or business permitted under the laws of the United States and Florida.

5. Capital Stock. The corporation is authorized to issue 7,500,000 shares, all of one class common stock, at \$.001 par value. All common shares shall be identical with each other in every respect and the holders thereof shall be entitled to one vote for each share upon all matters on which shareholders have the right to vote.

6. Initial Registered Office and Agent. The address of this corporation's initial registered office is 2205 Tyrone Blvd. North, St. Petersburg, Florida 33710, and the name of its initial registered agent at said address is John E. Kassos.

7. Incorporator. The name and street address of the person(s) signing these articles of incorporation are:

Name  
James C. Boule

Address  
12345 62nd St. N.,  
Largo, Fl. 34643

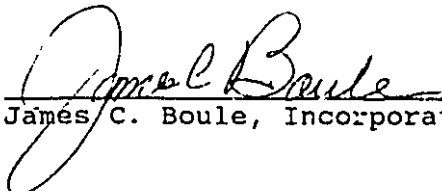
8. Initial Board of Directors. The corporation shall have two directors initially. The number of directors may be increased or decreased from time to time by an amendment to the bylaws but shall never be less than one. The name and address of the initial directors of this corporation is:

<u>Name</u>	<u>Address</u>
James C. Boule	12345 62nd St. N., Largo, Fl. 34643
Hilt Tatum III D.M.D.	30145 Fairway Drive Wesley Chapel, FL 33543

9. Indemnification. The corporaton shall indemnify any director, officers, employees, and agents, or any former director, officer, employee, and agents, to the full extent permitted by law.

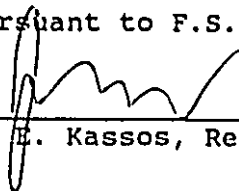
10. Pre-emptive Rights. Each stockholder, upon the sale for cash of any new stock of this corporation of the same kind, class or series as that which he already holds, shall have the right to purchase his pro rata share (as nearly as may be done without issuance of fractional shares) at the price at which it is offered to others.

IN WITNESS WHEREOF, the undersigned Incorporator(s) has executed these Articles of Incorporation this 24<sup>th</sup> day of March, 1995.

  
James C. Boule, Incorporator

Acceptance of Registered Agent

Having been named to accept service of process for World Medical, Inc. at the place designated in the Articles of Incorporation, the undersigned is familiar with and accepts the obligations of that position pursuant to F.S. 607.0501(3).

  
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John E. Kassos, Registered Agent

Dated: 3/29/95

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SECRETARY OF STATE  
TALLAHASSEE, FLORIDA