

BUCHAN AND COMPANY
Professional Accounting Services

508 Central Avenue, Crescent City, FL 32112
Telephone (904) 698-2691

May 15, 1995

Mr. D. W. McKennion, Director
Division of Corporations
Florida Department of State
P. O. Box 6327
Tallahassee, Florida 32314

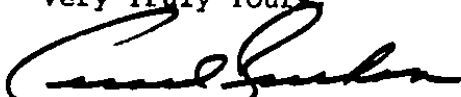
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RE: Sleep and Diagnostics Resources, Inc.

Sirs:

We are herewith enclosing Articles of Incorporation for Sleep and Diagnostics Resources, Inc. Also enclosed is our check for \$122.50 to cover the cost of filing. Should there be any questions regarding this filing, please call (904) 698-2691.

Very Truly Yours


Edward Buchan

Enclosure
GB/bs

Dmc
5/24/95

FILED
95 MAY 22 AM 9:32
SECOND DEPT. OF STATE
TALLAHASSEE, FLORIDA

FILED

95 MAY 22 AM 9:32

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLES OF INCORPORATION

OF

SLEEP AND DIAGNOSTICS RESOURCES, INC.

ARTICLE I - NAME

This Corporation shall be known as Sleep and Diagnostics Resources, Inc.

ARTICLE II - PURPOSE

The purpose for which this corporation shall exist is to engage in any activity of business permitted under the laws of the United States of America and the State of Florida.

ARTICLE III - TERM OF EXISTENCE

The term for which this corporation shall exist is to be perpetual.

ARTICLE IV - CAPITAL

The amount of capital for which corporation shall commence business is One Thousand Dollars (\$1,000.00).

ARTICLE V - STOCK

The total number of shares of capital stock may be issued by this corporation is 1000 shares, each share having a nominal par value of \$1.00 per share, all of which shall be common stock and shall be fully paid and non assessable.

ARTICLE VI - ADDRESS OF BUSINESS

The initial address of the principal office of this corporation shall be:

508 Central Avenue
Crescent City, Florida 32112

The Board of Directors may from time to time move this principal office to any other address in the State of Florida.

ARTICLE VII - REGISTERED OFFICE AND AGENT

The street address of the initial registered office of this Corporation is:

508 Central Avenue
Crescent City, Florida 32112

The name and address of the initial registered agent of this Corporation is:

Gerard Buchan
508 Central Avenue
Crescent City, Florida 32112

ARTICLE VIII - DIRECTORS

This Corporation shall have one (1) Director initially. The number of Directors may be increased from time to time by the By-Laws but shall never be less than one (1) or more than seven (7). The name and address of the initial Director is as follows:

Gerard Buchan
508 Central Avenue
Crescent City, Fl 32112

ARTICLE IX - SUBSCRIBERS

The name and address of the initial subscriber to these Articles of Corporation is:

Gerard Buchan
508 Central Avenue
Crescent City, Fl 32112

ARTICLE X - AMENDMENT

This Corporation reserves the right to amend or repeal any provision contained to these Articles of Incorporation or any Amendment hereto, and any right conferred upon the shareholder is subject to reservation.

IN WITNESS WHEREOF, the undersigned subscriber has executed these Articles of Incorporation, this the 15 day of May 1995.


Gerard Buchan

STATE OF FLORIDA
COUNTY OF PUTNAM

BEFORE ME, a Notary Public, authorized to take acknowledgments in the State and County aforesaid, personally appeared Gerard Buchan, known to me and known to be the individual who executed the foregoing Articles of Incorporation, and he acknowledged before me that he executed the same for the purposes therein mentioned and set forth.

IN WITNESS WHEREOF, I have hereunto set my hand and seal at Crescent City, Putnam County, this 15th day of May 1995.


Notary Public



BUCHAN AND COMPANY

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May 15, 1995

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

RE: Sleep And Diagnostics Resources, Inc.

Gentlemen:

Please be advised the undersigned does hereby accept the appointment as registered agent of the above captioned Corporation in accordance with the applicable statute.

Sincerely,



Gerard Buchan

GB/cwb

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA