

P9500045812

MAY 24TH, 1995

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

RE: SANDY MED. CORP.

Dear sirs,

Please find the enclosed payment of \$ 122.50 to cover the filling and pertinent fees for SANDY MED. CORP. a Florida For Profit Corporation.

Along with the enclosed fee also find the signed and notarized Articles of Incorporation for the above named Corporation as well as the Registered Agent information.

Please send the Certificate of Status and any other replies to my accountant at:

1214 S.W. 2nd Street
Miami, FL 33135

C/O RAFAEL E. GONZALEZ.

Thank You,

Rafael B. Gonzalez
Vice-President
Registered agent
Sandy Med. Corp.

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WJW

CERTIFICATE OF INCORPORATION

ARTICLES OF INCORPORATION
FOR

SANDY MED. CORP.

We the undersigned incorporator(s), for the purpose of forming a corporation under the Florida General Corporation Act, providing for the formation, liability, rights, privileges, and immunities of a corporation for profit, hereby adopt(s) the following Articles of Incorporation.

ARTICLE I

The name of the corporation shall be:

SANDY MED. CORP.

ARTICLE II

The corporation may engage in any activity of business permitted under the laws of the United States and the State of Florida.

ARTICLE III

The corporation is authorized to issue one hundred (100) shares of \$ 5.00 par value Common Stock, which shall be designated "Common Shares". Shares of Common Stock by both the president and vice-president. Stocks will have no value if not signed by both the president and vice-president.

ARTICLE IV

The amount of capital with which this corporation will begin business shall not be less than Five hundred (\$ 500.00) dollars.

ARTICLE V

This corporation is to have perpetual existence.

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ARTICLE VI

The principal office of this corporation shall be:

9305 Southwest 77th AVE.
Miami, Florida 33156

(305) 596-4583

ARTICLE VII

The number of the Board of Directors of the Corporation shall not be less than one person. The names and post office addresses of the First Board of Directors, who subject to the provisions of the Certificate of Incorporation, the By-laws and the Acts of legislature, shall hold office for the Corporation, are:

SANDRA M. GIRALDO
9305 S.W. 77th AVE.
MIAMI, FLORIDA 33156
(305) 596-4583

PRESIDENT

RAFAEL E. GONZALEZ
9305 S.W. 77th AVE.
MIAMI, FLORIDA 33156
(305) 596-4583

VICE-PRESIDENT

MARIA V. GIRALDO
9305 S.W. 77th AVE.
MIAMI, FLORIDA 33156
(305) 596-4583

SECRETARY

JOHN J. PALACIO
9305 S.W. 77th AVE.
MIAMI, FLORIDA 33156
(305) 596-4583

TREASURER

The Board of Directors will be able to utilize all powers granted them by law in order to direct the Corporation as they see fit.

ARTICLE VIII

The names and post office addresses of each shareholder and registered agent to the Certificate of Incorporation are as follows:

SHAREHOLDER:

% OF SHARES

SANDRA M. GIRALDO
9305 S.W. 77TH AVE.
MIAMI, FLORIDA 33156
(305) 596-4583

25% OF SHARES
PRESIDENT

RAFAEL E. GONZALEZ
9305 S.W. 77TH AVE.
MIAMI, FLORIDA 33156
(305) 596-4583

25% OF SHARES
VICE PRESIDENT

MARIA V. GIRALDO
9305 S.W. 77th AVE.
MIAMI, FLORIDA 33156
(305) 596-4583

25% OF SHARES
SECRETARY

JOHN J. PALACIO
9305 S.W. 77th AVE.
MIAMI, FLORIDA 33156
(305) 595-4583

25% OF SHARES
TREASURER

ARTICLE IX

The Corporation shall have the right and power to, from time to time, determine whether and to what extent, at what time and places and under what conditions and regulations the accounting books of this Corporation, other than the stock book, or any of them, shall be open to the inspection of the stockholders, and no stockholders shall have any right of inspections of any account book or document of this Corporation, except as conferred by statute, unless authorized by resolution of the stockholders or Board of Directors. The Corporation, in it's By-laws confers power upon it's Board of Directors or Officers, in addition to the foregoing and in addition to the powers authorized and expressly conferred by Statute.

The Corporation reserves the right to amend, alter, change or repeal any provisions contained in this Certificate of Incorporation in the manner now hereafter prescribed by statute, and all rights conferred upon the stockholders herein or granted subject to this reservation.

We, the undersigned, being each and all of the original subscribers to the capital stock herein above named for the purpose of forming a corporation for profit to do business both within and without the State of Florida, do hereby make, subscribe, acknowledge and file this Certificate hereby declaring and certifying that the facts herein stated are true, and so respectively agree to abide by the Articles as herein stated.

Subscribed at Miami, Dade County, Florida, This 23rd day of May of 1995.

Sandra M. Giraldo
SANDRA M. GIRALDO, PRESIDENT

Rafael E. Gonzalez
RAFAEL E. GONZALEZ, VICE PRESIDENT

Maria V. Giraldo
MARIA V. GIRALDO, SECRETARY

John J. Palacio
JOHN J. PALACIO, TREASURER

My Commission expires:

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**CERTIFICATE AND ACKNOWLEDGMENT
OF REGISTERED AGENT
FOR SERVICE OF PROCESS WITHIN THE
STATE OF FLORIDA**

Pursuant to Florida Statutes Sections 48.091 and 607.0501,
the following is submitted:

That **SANDY MED CORP.**

is qualified to do business under the laws of the State of
Florida, with it's **REGISTERED OFFICE** at:

**9305 S.W. 77TH AVENUE
Miami, Fl. 33156
(305) 596-4583**

and has appointed: **RAFAEL E. GONZALEZ**

as it's agent to accept services of process within the State.

ACKNOWLEDGMENT

Having been named as Registered Agent to accept service of
process for the above stated Corporation at the place
designated in the Certificate, I hereby accept to act in this
capacity and agree to comply with the provisions of said Act
relative to keeping office said office.



RAFAEL E. GONZALEZ
Registered Agent.