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95 JUN 19 PM 1:40
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

R.P.C. Services
21738 S.W. 99th CT
MIAMI - FL. 33190

OFFICE USE ONLY

100001516461
-06/19/95--01040--006
****122.50 ****122.50

CORPORATION NAME(S) & DOCUMENT NUMBER(S) (if known):

1. V&W medical Corp.
(Corporation Name) (Document #)
2. _____
(Corporation Name) (Document #)
3. _____
(Corporation Name) (Document #)
4. _____
(Corporation Name) (Document #)

☐ Walk in ☐ Pick up time _____ ☐ Certified Copy
☐ Mail out ☐ Will wait ☐ Photocopy ☐ Certificate of Status

NEW FILINGS	
<input type="checkbox"/>	Profit
<input type="checkbox"/>	NonProfit
<input type="checkbox"/>	Limited Liability
<input type="checkbox"/>	Domestication
<input type="checkbox"/>	Other

AMENDMENTS	
<input type="checkbox"/>	Amendment
<input type="checkbox"/>	Resignation of R.A., Officer/Director
<input type="checkbox"/>	Change of Registered Agent
<input type="checkbox"/>	Dissolution/Withdrawal
<input type="checkbox"/>	Merger

OTHER FILINGS	
<input type="checkbox"/>	Annual Report
<input type="checkbox"/>	Fictitious Name
<input type="checkbox"/>	Name Reservation

REGISTRATION/ QUALIFICATION	
<input type="checkbox"/>	Foreign
<input type="checkbox"/>	Limited Partnership
<input type="checkbox"/>	Reinstatement
<input type="checkbox"/>	Trademark
<input type="checkbox"/>	Other

APK
4-21
Examiner's Initials

ARTICLES OF INCORPORATION

V & W Medical Corp.

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ARTICLE I - Name

The name of this corporation is V & W Medical Corp.

ARTICLE II - Nature of Business

This corporation may engage in any activity of business permitted under the laws of the United States of America and of this State.

ARTICLE III- Capital Stock

The maximum number of shares of stock that this corporation is authorized to have outstanding at any time is seven thousand five hundred (7,500) shares of common stock, each share having a par value of one dollar (\$ 1.00).

Authorized capital stock may be paid for in cash, services, or property, at a just value to be fixed by the Board of Directors of this corporation at any regular or special meeting.

ARTICLE IV - Term of Existence

This corporation shall have perpetual existence.

ARTICLE V - Initial Registered Office and Agent

The street address of the initial registered office of this corporation is 5692 W. 25th Ct Hialeah, Fl 33016 and the name of the initial registered agent of this corporation at that address is Norma Rodriguez 5692 W. 25th Ct Hialeah, Fl 33016

ARTICLE VI - Initial Board of Directors

This corporation shall have two director initially. The number of directors may be either increased or diminished from time to time by the bylaws, but shall never be less than one. The name and address of the initial director of this corporation is:

Victor Martinez 5692 W. 25th Ct Hialeah, Fl 33016
William Morales 5692 W. 25th Ct Hialeah, Fl 33016

All of the said director is of full age.

ARTICLE VII - Initial Officers

The names and addresses of the officers are as follows:

PRESIDENT: Victor Martinez 5692 W. 25th Ct Hialeah, Fl 33016

TREASURER: William Morales 5692 W. 25th Ct Hialeah, Fl 33016

SECRETARY: William Morales 5692 W. 25th Ct Hialeah, Fl 33016

ARTICLE VIII- Incorporator

The name and address of the person signing these articles is:

Victor Martinez 5692 W. 25th Ct Hialeah, FL 33016

ARTICLE IX - Distribution

The name and address of each stock subscriber, and the number of shares of stock which each agrees to take, and the sums subscribed to and paid are as follows:

<u>NAME</u>	<u>ADDRESS</u>	<u>SHARE</u>
Victor Martinez	5692 W. 25th Ct Hialeah, FL 33016	500 shares
William Morales	5692 W. 25th Ct Hialeah, FL 33016	500 shares

ARTICLE X -Effective Date

These Articles of Incorporation shall be effective immediately upon approval of the Secretary of State, State of Florida.

ARTICLE XI - Amendment

These Articles of Incorporation may be amended in the manner provided by law. Every amendment shall be approved by the Board of Directors, proposed by them to the stockholders, and approved at a stockholders' meeting by a majority of the stock entitled to vote thereon, unless all the directors and all the stockholders sign a written statement manifesting their intention that a certain amendment of these Articles of Incorporation be made.

ARTICLES XII - Principal Place of Business

The principal place of business or mailing address of this corporation is

5692 W. 25th Ct Hialeah, FL 33016

ARTICLE XIII - Register Agent Acceptance

Having been name as registered agent and to accept service of process for the above stated 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 status 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.

IN WITNESS WHEREOF, the undersigned subscriber has executed these Article of Incorporation

this 12 day of June, 1995.



Victor Martinez
INCORPORATOR



Norma Rodriguez

REGISTERED AGENT

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95 JUN 19 PM 1:40
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

P95000048491

William Morales and
Jacqueline Isaacs
2371 Collins Ave. 407-31
Miami Beach, FL 33139

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-10/30/95--01028--003
*****35.00 *****35.00

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FILED
1995 OCT 27 PM 12:34
TOLAMASSE, FLORIDA

Examiner's Initials 1/1

11-2-95



Florida Department of State, Jim Smith, Secretary of State

AFFIDAVIT OF RESIGNATION OF OFFICER AND/OR DIRECTOR

STATE OF FLORIDA
COUNTY OF DADE

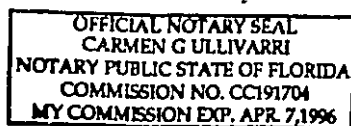
I, William Morales, after being duly sworn, state that to the best of my knowledge, information and belief, and under the penalties of perjury, the following is true and correct:

I, William Morales, hereby resign as Treasurer/Secretary of
(Title)
K & W Medical Corp., a Florida corporation;
(Name of Corporation)

That the corporation has been notified in writing of the resignation.

[Signature]
Signature of resigning officer/director

Sworn to and subscribed before me this 11th day of October, 1995.



[Signature]
NOTARY PUBLIC

My Commission Expires: _____

FILING FEE IS \$35.00