

May 30, 1995

P95000049068

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

300001507513
-05/07/95--01078--003
****122.50 ****122.50

RE: Aliatros Medical Research Holding, Corp.

Gentlemen:

Enclosed herewith please find two originals of Articles of Incorporation for the above corporation. Also enclosed is our check, in the amount of \$122.50, to cover the following costs:

Filing Fee	\$ 35.00
Certified Copy	52.50
Registered Agent Fee	<u>35.00</u>
TOTAL FEES	\$122.50

Please return a certified copy of the Articles of Incorporation to my attention.

Sincerely,

EFFECTIVE DATE

JUN 2 1 1995

Virginia A. Dorris, EA
c/o American Accounting Service, Inc.
339 6th Avenue West
Bradenton, Florida 34205

FILED
95 JUN 23 PM 1:23
SECRETARY OF STATE
TALLAHASSEE FLORIDA

Enclosures
VH: cr

W95-11963

SDG

789
625
671



FLORIDA DEPARTMENT OF STATE
Sandra B. Mortham
Secretary of State

June 13, 1995

VIRGINIA A. DORRIS
AMERICAN ACCOUNTING SERVICE, INC.
339 6TH AVE. W.
BRADENTON, FL 34205

SUBJECT: ALIATROS MEDICAL RESEARCH HOLDING, CORP.
Ref. Number: W95000011963

We have received your document for ALIATROS MEDICAL RESEARCH HOLDING, CORP. and your check(s) totaling \$122.50. However, the enclosed document has not been filed and is being returned for the following correction(s):

The effective date is not acceptable since it is not within five working days of the date of receipt.

Please return your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (904) 487-6931.

Steven Godfrey
Corporate Specialist

Letter Number: 495A00028830

ARTICLES OF INCORPORATION OF

Aliatros Medical Research Holding, Corp.

FILED
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SECRETARY OF STATE
TALLAHASSEE FLORIDA

ARTICLE I - Name

The name of the corporation is: Aliatros Medical Research Holding, Corp. The principal office and mailing address is: 339 6th Avenue West, Bradenton, Florida 34205.

ARTICLE II - Existence

This corporation shall commence existence on the date of execution and acknowledgment of these Articles.

ARTICLE III - Purpose

The general purpose for which this corporation is organized shall be the transacting of any or all lawful business for which corporations may be incorporated under the provisions of Chapter 607, Florida Statutes.

ARTICLE IV - Capital Stock

This corporation is authorized to issue 10,000 shares of common stock, each having a par value of \$1.00. The stock will be classified as 1244 Stock for Internal Revenue purposes.

ARTICLE V - Initial Registered Office and Agent

The street address of the initial registered office of this corporation is: 339 6th Avenue West, Bradenton, Florida 34205 and the name of the initial registered agent of this corporation at that address is Louis Edmondson.

ARTICLE VI - Initial Board of Directors

This corporation shall have one (1) director initially. The number of directors may be increased or decreased from time to time by the By-Laws but there shall always be at least one director. The name and address of the initial director of this corporation is:

NAME

Louis E. Edmondson

ADDRESS

339 6th Avenue West
Bradenton, FL 34205

EFFECTIVE DATE

JUN 21 1995

ARTICLE VII - Incorporator

The name and address of the person signing these Articles of Incorporation is:
Louis Edmondson, 339 6th Avenue West, Bradenton, FL 34205.

ARTICLE VIII - By-Laws

The power to adopt, alter, amend or repeal By-Laws of this corporation shall be vested in either the Board of Directors or the shareholders; provided, however, the Board of Directors may not alter, amend or repeal any By-Laws adopted by the shareholders if the shareholders specifically provide that the By-Law is not subject to alteration, amendment or repeal by the Board of Directors.

ARTICLES IX - Indemnification

This corporation shall indemnify any officer or director, or any former officer or director, to the full extent permitted by law.

ACCEPTANCE

The undersigned, having been designated in the foregoing Articles of Incorporation as Registered Agent, hereby agrees to accept said designation. I hereby am familiar with and accept the duties and responsibilities as registered agent for said corporation.


Registered Agent/Incorporator

6-21-95
Date

FILED
95 JUN 23 PM 1:23
SECRETARY OF STATE
TALLAHASSEE FLORIDA