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August 3, 1995

Florida Department of State
Division of Corporations
New Filings Section
Post Office Box 6327
Tallahassee, FL 32314

7000011554207
08/03/95--01054--000
***122.50 ***122.50

Re: HDI General Matters; DiaCare International, Inc.
Our Client Number: 80023,001

Dear Sir/Madam:

Enclosed please find the original and one copy of the Articles of Incorporation for the above-referenced corporation which we ask that you file. Also enclosed is our check in the amount of \$122.50 which represents the fee for same. Kindly provide us with a certified copy of the Articles.

Should you have any questions, please do not hesitate to contact me.

Very truly yours,



M. Glenn Curran, III

MGC/pc
Enclosure

Handwritten initials: MGC/pc

FILED
95 AUG -7 PH 4: 13
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

**ARTICLES OF INCORPORATION
OF
DiaCare International, Inc.
(A FLORIDA CORPORATION)**

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The undersigned, acting as Incorporator of a Florida corporation under the Florida General Corporation Act, Chapter 607 of the Florida Statutes, hereby adopts the following Articles of Incorporation for such Corporation:

**ARTICLE I
NAME**

The name and address of the Corporation is:

DiaCare International, Inc.
2400 East Commercial Boulevard, Suite 208
Fort Lauderdale, FL 33308

**ARTICLE II
PURPOSE**

The Corporation is organized for the purpose of transacting any and all lawful business for which corporations may be incorporated under the laws of the State of Florida.

**ARTICLE III
CAPITAL STOCK**

The Corporation is authorized to issue Seven Thousand Five Hundred shares of One Dollar par value Common Stock.

**ARTICLE IV
INITIAL REGISTERED OFFICE AND AGENT**

The name and street address of the initial registered agent and office of the Corporation is M. Glenn Curran, III, 2400 East Commercial Boulevard, Suite 208, Fort Lauderdale, FL, 33308-4022.

ARTICLE V
INITIAL BOARD OF DIRECTORS

The Corporation shall initially have one director to hold office until the first annual meeting of shareholders and their successors shall have been duly elected and qualified, or until their earlier resignation, removal from office, or death. The number of directors may be either increased or decreased from time to time in accordance with the Bylaws of the Corporation. The name and address of the initial director(s) of the Corporation is/are:

PRESIDENT: M. Glenn Curran, III
2400 East Commercial Boulevard, Suite 208
Fort Lauderdale, FL 33308

ARTICLE VI
INCORPORATOR

The name and address of each incorporator is:

M. Glenn Curran, III
2400 East Commercial Boulevard
Suite 208
Fort Lauderdale, FL, 33308-4022.

ARTICLE VII
AMENDMENTS

The power to amend these Articles of Incorporation in accordance with law is reserved to the shareholders. Any right conferred upon any shareholder by these Articles of Incorporation is subject to this reservation.

IN WITNESS WHEREOF, the undersigned has executed these Articles of Incorporation this third day of August, 1995.

M. Glenn Curran, III
M. Glenn Curran, III, Incorporator

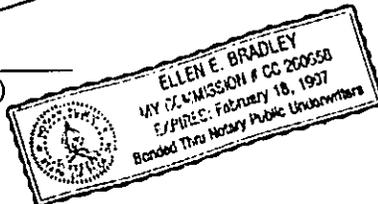
STATE OF FLORIDA

COUNTY OF BROWARD

The foregoing instrument was acknowledged before me the third day of August, 1995, by M. Glenn Curran, III, who was personally known to me and who did take an oath.

Ellen E. Bradley
(signature of officer taking acknowledgement)

(printed name of officer taking acknowledgement)



{SEAL}

ACCEPTANCE OF DESIGNATION AS REGISTERED AGENT

I hereby accept the appointment as the initial Registered Agent of this corporation as made in the foregoing Articles of Incorporation.

DATE: 8-3-95

PY. M. Glenn Curran, III
M. Glenn Curran, III, Registered Agent

FILED
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SECRETARY OF STATE
TALLAHASSEE, FLORIDA