

P95000066009  
TRANSMITTAL LETTER

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

RECEIVED (FEB 1995)  
-001/25/95--010017--0111  
\*\*\*\*\*78.75 \*\*\*\*\*78.75

SUBJECT: Golden Years Medical Equipment, Inc.  
(Proposed corporate name)

Enclosed is an original and one (1) copy of the articles of incorporation and a check for  
\$ 78.75.

FROM:

Ivette Diaz  
Name (printed or typed)  
1020 S.W. 73 Ave.  
Address  
Miami, FL 33144  
City, State, & Zip  
(305) 264-4357  
Telephone Number

AUG 25 1995 BSB

FILED  
95 AUG 24 PM 1:14  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

Note: Please provide the original and one copy of the articles.

FILED  
95 AUG 24 PM 1:14  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

ARTICLES OF INCORPORATION  
OF  
GOLDEN YEARS MEDICAL EQUIPMENT, INC.

ARTICLE I - NAME

The name of this corporation is Golden Years Medical Equipment, INC.

ARTICLE II - DURATION

This corporation shall have perpetual existence commencing on the date of this filing of these Articles with the Department of State.

ARTICLE III - PURPOSE

This corporation organized for the purpose of transacting any or all lawful business for which corporations may be incorporated under Chapter 607, Florida Statutes, as now exists or may after be amended.

ARTICLE IV - CAPITAL STOCK

This corporation is authorized to issue 100 shares of no par value common stock which shall be designated as "Common Shares."

ARTICLE V - PRE - EMOTIVE RIGHTS

Every shareholder, upon the sale for cash of any new stock of this corporation, shall have the right to purchase his or her pro-rata share thereof (as nearly as may be done without issuance of fractional shares) at the price at which it is offered to other or book value (whichever is lesser amount).

ARTICLE VI - REGISTERED OFFICE AND REGISTERED AGENT

The street address of the registered office and the mailing address of this corporation is 1020 S.W. 73 Ave., Miami, Fl. 33144 and the name of the initial registered agent of this corporation at that address is Ivette Diaz.

ARTICLE VII - BOARD OF DIRECTORS

This corporation shall have one Director constituting the initial Board of Directors. The number of directors may be either increased or decreased from time to time by the bylaws; however, there shall never be less than one Director nor more than five. The name and address of the initial Board of Directors of the corporation is:

Ivette Diaz  
1020 S.W. 73 Ave.  
Miami, Fl. 33144

ARTICLE VIII - INCORPORATOR

The name and address of the incorporator signing these articles is: Ivette Diaz, 1020 S.W. 73 Ave. Miami, Florida. 33144


ARTICLE IX - INDEMNIFICATION

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

ARTICLE X - AMENDMENT

This corporation reserves the right to amend or repeal any provision contained in these Articles of Incorporation, or any amendment hereto, by a majority vote of the Board of Directors, and any right conferred upon the shareholders is subject to this reservation.

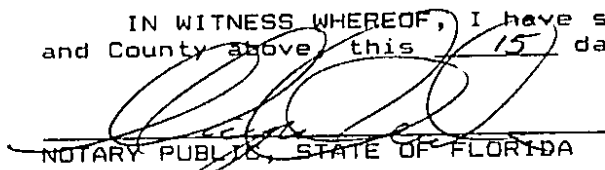
IN WITNESS WHEREOF, the undersigned incorporator had executed these Articles of Incorporation on the 15 day of August, 1995.

  
Ivette Diaz  
Incorporator.

STATE OF FLORIDA)  
                                  )ss  
COUNTY OF DADE )

BEFORE ME, a Notary Public authorized to take acknowledgment in state and county set forth above, personally appeared Ivette Diaz, known to be and known by me to be the person who executed the foregoing Articles of Incorporation, and she acknowledged before me that she executed those Articles of Incorporation.

IN WITNESS WHEREOF, I have set my hand and seal in the State and County above, this 15 day of August, 1995

  
NOTARY PUBLIC, STATE OF FLORIDA  
AT LARGE

My commission expires:

MAYRA QUEVEDO  
Notary Public, State of Florida  
My Comm. expires Apr 4, 1998  
No. CC351291

**CERTIFICATE OF DESIGNATION OF  
REGISTERED AGENT/REGISTERED OFFICE**

*Pursuant to the provisions of sections 607.0501 or 617.0501, Florida Statutes, the under-  
signed corporation, organized under the laws of the state of Florida, submits the following  
statement in designating the registered office/registered agent, in the state of Florida.*

1. The name of the corporation is: Golden Years Medical Equipment, Inc.

2. The name and address of the registered agent and office is:

Ivette Diaz

(Name)

1020 S.W. 73 Ave.

(P.O. Box NOT acceptable)

Miami, FL 33144

(City/State/Zip)

FILED  
95 AUG 24 PM 1:14  
TALLAHASSEE, FLORIDA  
SECRETARY OF STATE

*Having been named 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 statutes 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.*

SIGNATURE

*Ivette Diaz*

DATE

8/ 15/95

REGISTERED AGENT FILING FEE: \$35.00

DIVISION OF CORPORATIONS, P.O. BOX 6327, TALLAHASSEE, FL 32314