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LAW OFFICE
EDWARD A. HANNA, JR., P.A.

EMERALD HILLS EXECUTIVE PLAZA ONE
4601 SHERIDAN STREET, FIFTH FLOOR
HOLLYWOOD, FLORIDA 33021-3401

ALSO ADMITTED FEDERAL,
PENNSYLVANIA AND
WASHINGTON, D.C. BARS

BROWARD: (305) 963-2211
N. BROWARD: (305) 522-4444
DADE: (305) 949-4204
FAX: (305) 963-2227

August 28, 1995

SECRETARY OF STATE
Division of Corporations
P.O. Box 6327
Tallahassee, FL 32314

RECEIVED
DIVISION OF CORPORATIONS
TALLAHASSEE
AUG 31 1995

IN RE: P.D.R. MEDICAL RENTAL, INC.
15476 N.W. 77th Court, Suite #105
Miami Lakes, Florida 33016
CASE NUMBER:
FILE NUMBER: 95-071901-EAH/CIV
FILE CODE: RED
CECN: PDRMR-15.1

SECRET
TALLAHASSEE
AUG 31 1995

Dear Sir/Madame:

Enclosed herewith find the original ARTICLES OF INCORPORATION and two (2) photocopies of same for the above corporation. We have also enclosed our check in the amount of: One Hundred and Twenty Two and Fifty Cents (\$122.50) Dollars to pay the filing fees for the above corporation.

Please file the said ARTICLES and return two (2) certified copies to us by return mail. A self-addressed, stamped envelop is enclosed herewith for your convenience.

If it is at all possible, please expedite this request. Thank you very much for your time and attention to this matter.

Sincerely,

MSawe! 9/10/95
TR

LAW OFFICES OF:
EDWARD A. HANNA, JR., P.A.

BY:

Edward A. Hanna, Jr.
EDWARD A. HANNA, JR., ESQ.
EAH/lp

ARTICLES OF INCORPORATION

ORIGINAL
8

ARTICLE I - NAME

The name of this corporation is:

P.D.R. MEDICAL RENTAL, INC.

ARTICLE II - DURATION

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

96 AUG 31 11:59 AM
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLE III - PURPOSE

This corporation is organized for the purpose of transacting any or all lawful business.

ARTICLE IV - CAPITAL STOCK

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

ARTICLE V - PRE-EMPTIVE RIGHTS

Every Shareholder, upon the sale for cash of any new stock of this Corporation, shall have the right to purchase his pro-rata share thereof (as nearly as may be done without issuance of fractional shares) at the price at which it is offered to others.

ARTICLE VI - INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial Registered Office of this corporation is:

P.D.R. MEDICAL RENTAL, INC.
4611 South University Drive, Suite #160
Davie, Florida 33328

The name of the initial Registered Agent of this corporation, located at the above said address, is:

JULIO QUINTANA

ARTICLE VII - INITIAL BOARD OF DIRECTORS

This corporation shall have one (1) Director constituting the initial Board of Directors. The number of Directors may be either increased or decreased from time to time consistent with the By-Laws of this Corporation. The name and address of the initial Director of this Corporation is:

JULIO QUINTANA, President
and Secretary/Treasurer
4611 South University Drive, Suite #160
Davie, Florida 33328

ARTICLE VIII - INCORPORATORS

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

NAME:

ADDRESS:

JULIO QUINTANA

P.D.R. MEDICAL RENTAL, INC.
4611 South University Drive, Suite 160
Davie, Florida 33328

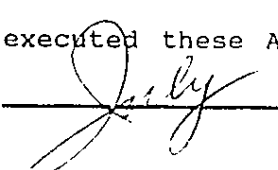
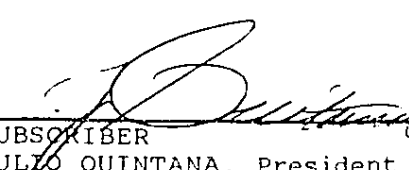
ARTICLE IX - INDEMNIFICATION

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 or provisions contained and set forth in these ARTICLES OF INCORPORATION, or any Amendment hereto, and any right conferred upon any Shareholder or Shareholders is subject to this same said reservation.

IN WITNESS WHEREOF, the undersigned Subscriber has executed these ARTICLES OF INCORPORATION this 27th day of July, 1995.



✓ SUBSCRIBER
JULIO QUINTANA, President of the Corporation

CERTIFICATE RE:

NOTARIZED EXECUTION OF ARTICLES OF INCORPORATION

NAME OF CORPORATION:

P.D.R. MEDICAL RENTAL, INC.

STATE OF FLORIDA)
)
COUNTY OF BROWARD)

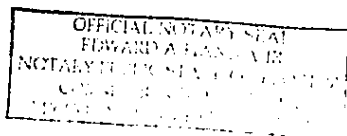
Before me, a Notary Public authorized to take acknowledgments in the State and County set forth above, personally appeared JULIO QUINTANA, known to me to be the person who executed the foregoing ARTICLES OF INCORPORATION, and he acknowledged before me that he executed those same said ARTICLES OF INCORPORATION for:

P.D.R. MEDICAL RENTAL, INC.
4611 South University Drive, Suite #160
Davie, Florida 33328

IN WITNESS WHEREOF, I have hereunto set my hand and affixed my official seal in the State and County aforesaid, this 27th day of July, 1995.


NOTARY PUBLIC

My Commission Expires:



This Document was prepared by:

THE LAW OFFICES OF:
EDWARD A. HANNA, JR., P.A.

EDWARD A. HANNA, JR., ESQ.
Emerald Hills Executive Plaza
4601 Sheridan St., Fifth Floor
Hollywood, FL 33021
(305) 963-2211
Dade: 949-4204
No. Brow.: 522-4444

CERTIFICATE RE:

SERVICE OF PROCESS
PLACE OF BUSINESS OR DOMICILE

NAME OF CORPORATION:

P.D.R. MEDICAL RENTAL, INC.

THIS CERTIFICATE IS EXECUTED FOR THE PURPOSE OF DESIGNATING THE PLACE OF BUSINESS OR DOMICILE FOR THE SERVICE OF PROCESS WITHIN FLORIDA AND FOR NAMING THE AGENT OF THIS CORPORATION UPON WHOM PROCESS MAY BE LAWFULLY SERVED.

IN COMPLIANCE WITH SECTION 48.001, FLORIDA STATUTES, THE FOLLOWING IS SUBMITTED:

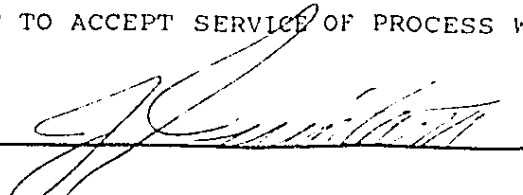
FIRST, THAT P.D.R. MEDICAL RENTAL, INC., DESIRING TO ORGANIZE OR QUALIFY UNDER THE LAWS OF THE STATE OF FLORIDA, WITH IS PRINCIPAL PLACE OF BUSINESS LOCATED AT:

P.D.R. MEDICAL RENTAL, INC.
4611 South University Drive, Suite #160
Davie, Florida 33328

HAS NAMED: JULIO QUINTANA
LOCATED AT: 4611 South University Drive, Suite #160
Davie, Florida 33328

AS ITS AGENT TO ACCEPT SERVICE OF PROCESS WITHIN FLORIDA.

SIGNATURE

 ✓

PRESIDENT and SECRETARY/TREASURER

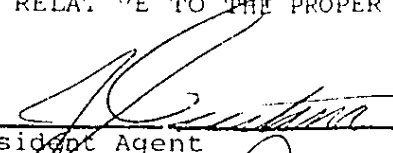
TITLE

DATE

27th DAY OF July, 1995.

SECOND, HAVING BEEN NAMED TO ACCEPT SERVICE OF PROCESS FOR THE ABOVE STATED CORPORATION, AT THE PLACE DESIGNATED IN THIS CERTIFICATE, I HEREBY AGREE TO ACT IN THIS CAPACITY, AND I FURTHER AGREE TO COMPLY WITH THE PROVISIONS OF ALL STATUTES RELATIVE TO THE PROPER PERFORMANCE OF MY DUTIES.

SIGNATURE

 ✓
Resident Agent

DATE:

27th DAY OF July, 1995.

CERTIFICATE RE:

NOTARIZED EXECUTION OF SERVICE OF PROCESS CERTIFICATE

NAME OF CORPORATION:

P.D.R. MEDICAL RENTAL, INC.

STATE OF FLORIDA
COUNTY OF BROWARD

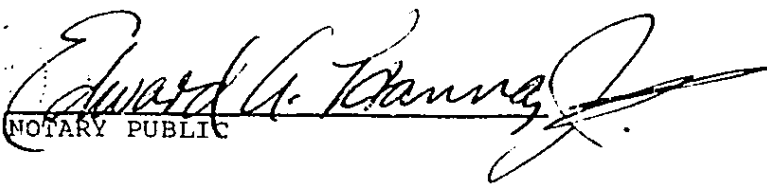
Before me, a Notary Public authorized to take acknowledgments in the State and County set forth above, personally appeared: JULIO QUINTANA, known to me to be the person who executed the foregoing:

CERTIFICATE RE: SERVICE OF PROCESS

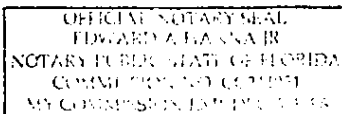
and he acknowledged before me that he executed the said CERTIFICATE RE: SERVICE OF PROCESS, for:

P.D.R. MEDICAL RENTAL, INC.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed my official seal in the State and County aforesaid, this 27th day of July, 1995.


NOTARY PUBLIC

My Commission Expires:



This Document was prepared by:

THE LAW OFFICES OF:
EDWARD A. HANNA, JR., P.A.

EDWARD A. HANNA, JR., ESQ.
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4601 Sheridan St., Fifth Floor
Hollywood, FL 33021
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