

P95000070686

Invoice for ...

600001581836
-09/11/95--01079--024
****122.50 ****122.50

Secretary of State
Division of Corporations
P.O. Box 1201
Tallahassee, Florida 32304

Re: East Bay Medical Equipment Corp.

Gentlemen:

Enclosed please find the original copy of Articles of Incorporation, together with the check in the amount of \$122.50.

This represents the cost of the Filing Fees (Certified Copy of Articles of Incorporation) and Fee for Registered Agent Designation for the above Corporation.

Very Truly Yours,

Teresa Alondares
P.O. Box 1201
Tallahassee, Florida 32304
Tel: 904-622-0004

FILED
95 SEP 11 PM 1:25
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLES OF INCORPORATION

of

BEST BUY MEDICAL EQUIPMENT CORP.

(name of corporation)

FILED

95 SEP 11 PM 4:25

The undersigned subscriber(s) to these Articles of Incorporation, natural person(s) competent to contract, hereby form a corporation under the laws of the State of Florida.

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLE I - CORPORATE NAME

The name of the corporation is: BEST BUY MEDICAL EQUIPMENT CORP.

ARTICLE II - DURATION

This corporation shall exist perpetually unless dissolved according to Florida law.

ARTICLE III - PURPOSE

The corporation is organized for the purpose of engaging in any activities or business permitted under the laws of the United States and the State of Florida.

ARTICLE IV - CAPITAL STOCK

The corporation is authorized to issue Five Hundred shares (500) of One Dollar Dollar(s) (\$ 1.00) par value Common Stock, which shall be designated "Common Shares."

ARTICLE V - INITIAL REGISTERED OFFICE AND AGENT

The street address of the Initial Registered Agent office and the name of the Initial Registered Agent at that office is:

NAME	TERESA ALMENDARES		
ADDRESS	9565 NW 33 Avenue		
CITY	Miami	FLORIDA	ZIP 33147

The principal office, if known, or the mailing address of the corporation is:

NAME	BEST BUY MEDICAL EQUIPMENT CORP.		
ADDRESS	P.O. Box 3291		
CITY	Hialeah	FLORIDA	ZIP 33013

ARTICLE VI - INITIAL BOARD OF DIRECTORS

This corporation shall have One (1) directors initially. The number of directors may be either increased or diminished from time to time by the By-Laws, but shall never be less than one (1). The names and addresses of the initial director(s) of the corporation are as follows:


NAME	TERESA ALMENDARES		
ADDRESS	9565 NW 33 Avenue		
CITY	Miami	STATE	ZIP 33147
NAME			
ADDRESS			
CITY		STATE	ZIP
NAME			
ADDRESS			
CITY		STATE	ZIP

ARTICLE VII - INCORPORATORS

The names and addresses of the incorporators signing these Articles of Incorporation are as follows:

NAME: TERESA ALMEIDA DARES		
ADDRESS 9565 NW 33 Avenue		
CITY Miami	STATE	ZIP 33147
NAME		
ADDRESS		
CITY	STATE	ZIP
NAME		
ADDRESS		
CITY	STATE	ZIP

IN WITNESS WHEREOF, the undersigned subscriber(s) have executed these Articles of Incorporation this 6 day of September, 19 95.


 _____ (Seal)
 Teresa Almendares
 _____ (Seal)
 _____ (Seal)

CERTIFICATE AND ACKNOWLEDGEMENT
OF REGISTERED AGENT

CERTIFICATE OF REGISTERED AGENT

OF

FILED

95 SEP 11 PM 4:25

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

BEST BUY MEDICAL EQUIPMENT CORP.

(name of corporation)

Pursuant to Florida Statutes Sections 48.091 and 607.0501, the following is submitted:
The above corporation, desiring to organize under the laws of the State of Florida with
its registered office as indicated in the Articles of Incorporation

at ~~P.O. Box 3291~~ 9565 NW 33 Avenue

Hialeah, Florida 33013

has named TERESA ALMENDARES

located at the aforesaid address, as its Registered Agent to accept service of process
within this state.

ACKNOWLEDGEMENT

Having been named as Registered Agent to accept service of process for the above
stated corporation at the place designated in this certificate, and being familiar with
the obligations of that position, I hereby accept to act in this capacity, and agree to
comply with the provisions of Florida Law in keeping open said office.


(registered agent)

P95000070686

CHARGED, PLEASE ENTER YOUR PASSWORD. TO ABANDON THIS PROCESS, ENTER 'N'.

7/16/96

FLORIDA DIVISION OF CORPORATIONS
PUBLIC ACCESS SYSTEM

10:00 AM

((H96000009837))

ELECTRONIC FILING COVER SHEET

TO: DIVISION OF CORPORATIONS

FROM: FAS-T CORP. AGENTS, INC.

DEPARTMENT OF STATE

8405 NW 53RD ST

STATE OF FLORIDA

SUITE C-100

409 EAST GAINES STREET

MIAMI FL 33166-

9-000010

TALLAHASSEE, FL 32399

CONTACT: LIDIA FERNANDEZ

FAX: (904) 922-4000

PHONE: (305) 599-0839

FAX: (305) 592-9591

((H96000009837))

DOCUMENT TYPE: BASIC AMENDMENT

NAME: BEST BUY MEDICAL EQUIPMENT CORP.

FAX AUDIT NUMBER: H96000009837

CURRENT STATUS: REQUESTED

DATE REQUESTED: 07/16/1996

TIME REQUESTED: 09:59:59

CERTIFIED COPIES: 0

CERTIFICATE OF STATUS: 0

NUMBER OF PAGES: 2

METHOD OF DELIVERY: FAX

ESTIMATED CHARGE: \$35.00

ACCOUNT NUMBER: 071001002335

Note: Please print this page and use it as a cover sheet when submitting documents to the Division of Corporations. Your document cannot be processed without the information contained on this page. Remember to type the Fax Audit number on the top and bottom of all pages of the document.

((H96000009837))

** ENTER 'M' FOR MENU. **

*Completed. ok.
Linda*

6041 11: 21:00:00

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5 The following information was obtained from the file:

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7 On 10/10/68, the following information was obtained from the file:

8 On 10/10/68, the following information was obtained from the file:

9 On 10/10/68, the following information was obtained from the file:

10 On 10/10/68, the following information was obtained from the file:

11 On 10/10/68, the following information was obtained from the file:

12 On 10/10/68, the following information was obtained from the file:

13 On 10/10/68, the following information was obtained from the file:

ARTICLES OF AMENDMENT

OF

BEST BUY MEDICAL EQUIPMENT CORP.

We, the undersigned stockholders and directors of BEST BUY MEDICAL EQUIPMENT CORP. a corporation organized under the laws of the State of Florida hereby certify as follows:

ARTICLE I

The name of the corporation is:

BEST BUY MEDICAL EQUIPMENT CORP.

ARTICLE II

The Articles Of Incorporation are hereby amended by the following resolution adopted both by the Board of Directors and the Shareholders:

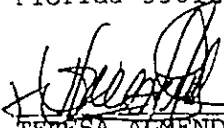
IT IS RESOLVED AS FOLLOWS:


The Articles of Incorporation shall be amended to add TERESA ALMENDARES as President and Director and LEONIDAS NOBOA as Secretary, Treasurer and Director effective July 10, 1996.

The foregoing resolution was adopted by the Board of Directors and the Shareholders at a Special Joint meeting held on July 10, 1996 and was approved by the majority of of the Corporation's shareholders. Such majority is sufficient for approval.

IN WITNESS WHEREOF, the undersigned has made, subscribed and acknowledged these Articles of Amendment this 10th day of July, 1996.

The Corporate address is 1691 W. 37 Street, Suite 29, Hialeah, Florida 33012.


TERESA ALMENDARES
President, Director and
Shareholder


LEONIDAS NOBOA
Secretary, Treasurer, Director
and Shareholder

Prepared by: Raul L. Cabrera
(305) 567-1900 4261 S.W. 11 Atrada
Miami, FL. 33134
FL. bar # 869090

STATE OF FLORIDA)

SS:

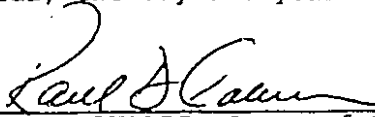
COUNTY OF DADE)

I HEREBY CERTIFY that on the 10th day of July, 1996, personally appeared before me, an authorized officer duly commissioned to administer oaths and take acknowledgments,

TERESA ALMENDARES and LEONIDAS NOBOA

to me well known and known to me to be the person(s) who executed the foregoing ARTICLES OF AMENDMENT and who acknowledged that it was signed and executed for the uses and purposes therein expressed.

IN WITNESS WHEREOF, I have hereunto set my hand and official seal at Miami, Dade County, Florida, the day and year first above written.


NOTARY PUBLIC, State of Florida
-At Large-

My Commission Expires:



RAUL D CABRERA
My Commission CC552913
Expires May, 08, 2000

P95000070686

CHARGED, PLEASE ENTER YOUR PASSWORD. TO ABANDON THIS PROCESS, ENTER 'N'.

8/29/96

FLORIDA DIVISION OF CORPORATIONS
PUBLIC ACCESS SYSTEM
ELECTRONIC FILING COVER SHEET

1:52 PM

((H96000012133 0)))

TO: DIVISION OF CORPORATIONS

FAX #: (904)922-4000

FROM: FAS-T CORP. AGENTS, INC.
CONTACT: LIDIA FERNANDEZ
PHONE: (305)599-0839

ACCT#: 071001002335

FAX #: (305)592-9591

NAME: BEST BUY MEDICAL EQUIPMENT CORP.
AUDIT NUMBER.....H96000012133
DOC TYPE.....BASIC AMENDMENT
CERT. OF STATUS..0
CERT. COPIES.....0

PAGES..... 2
DEL.METHOD.. FAX
EST.CHARGE.. \$35.00

NOTE: PLEASE PRINT THIS PAGE AND USE IT AS A COVER SHEET. TYPE THE FAX
AUDIT NUMBER ON THE TOP AND BOTTOM OF ALL PAGES OF THE DOCUMENT

** ENTER 'M' FOR MENU. **

8/29/96

FLORIDA DIVISION OF CORPORATIONS
PUBLIC ACCESS SYSTEM
ELECTRONIC PROCESSING MENU

1:53 PM

FILED
26 AUG 29 PM 3:59
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

20 0 11 13 00

ARTICLES OF AMENDMENT
OF
BEST BUY MEDICAL EQUIPMENT CORP.

We, the undersigned stockholders and directors of BEST BUY MEDICAL EQUIPMENT CORP., a corporation organized under the laws of the State of Florida hereby certify as follows:

ARTICLE I

The name of the corporation is:

BES' BUY MEDICAL EQUIPMENT CORP.

ARTICLE II

The Articles Of Incorporation are hereby amended by the following resolution adopted both by the Board of Directors and the Shareholders:

IT IS RESOLVED AS FOLLOWS:

The Articles of Incorporation shall be amended to remove LEONIDAS NOBOA as Secretary, Treasurer and Director and to add TERESA ALMENDARES as Secretary, Treasurer and Director effective August 25, 1996.

The foregoing resolution was adopted by the Board of Directors and the Shareholders at a Special Joint meeting held on August 25, 1996 and was approved by the majority of of the Corporation's shareholders. Such majority is sufficient for approval.

IN WITNESS WHEREOF, the undersigned has made, subscribed and acknowledged these Articles of Amendment this 25th day of August, 1996.

The Corporate address is 1691 W. 37 Street, Suite 29, Hialeah, Florida 33012.


TERESA ALMENDARES

President, Director and

Prepared by: Shareholder
Raul D. Cabrera Esq.
4201 SW 11 St.
Miami, Fl 33134
FB# 869090
(305) 547-1900

FILED
96 AUG 29 PM 3:59
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

STATE OF FLORIDA)

ss:

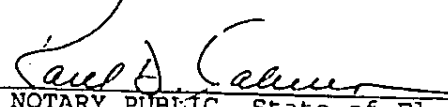
COUNTY OF DADE)

I HEREBY CERTIFY that on the 25th day of August, 1996, personally appeared before me, an authorized officer duly commissioned to administer oaths and take acknowledgments,

TERESA ALMENDARES

to me well known and known to me to be the person(s) who executed the foregoing ARTICLES OF AMENDMENT and who acknowledged that it was signed and executed for the uses and purposes therein expressed.

IN WITNESS WHEREOF, I have hereunto set my hand and official seal at Miami, Dade County, Florida, the day and year first above written.


NOTARY PUBLIC, State of Florida
-At Large-

My Commission Expires:



RAUL D CABRERA
My Commission CC552913
Expires May. 06, 2000