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• Board Certified in Civil Trial, Law
• Board Certified in Real Estate Law

September 13, 1995

EFFECTIVE DATE

7-13-95

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

Re: Ultra-Med, Inc.
Our File No. 95-4778

Dear Sir or Madam:

Enclosed please find an original plus one copy of the Articles of Incorporation for the above-referenced corporation. Also enclosed is this firm's check in the amount of \$122.50 representing the required filing fee. I would appreciate receiving a certified copy of these Articles after they have been filed.

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

Sincerely,

FRESE, NASH & TORPY, P.A.


J. Patrick Anderson

JPA:sld
Enclosures

jpa-ltr\secstate\secstate.art

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****122.50 ****122.50

1 PM SEP 19 1995

ARTICLES OF INCORPORATION

OF

ULTRA-MED, INC.

SS SEP 15 1982

1982

The undersigned incorporator, being a natural person competent to contract, hereby adopts these Articles of Incorporation in order to form a corporation under the laws of the State of Florida.

ARTICLE I

The name of this Corporation is Ultra-Med, Inc.

EFFECTIVE DATE

9-13-95

ARTICLE II

This Corporation shall commence upon the execution of these Articles and shall exist perpetually.

ARTICLE III

The purpose of this Corporation is to engage in any business lawful under the laws of the State of Florida or the United States.

ARTICLE IV

This Corporation is authorized to issue Ten Thousand (10,000) shares of \$1.00 par value, common stock. The rights attendant to all such shares, once issued, shall be identical in all respects.

The shares of this Corporation are not to be divided into classes.

This Corporation is not authorized to issue shares in series or in less than whole shares.

ARTICLE V

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

ARTICLE VI

The initial street and mailing address of the principal place of business of the Corporation is 7384 Sparkling Lake Road, Orlando, Florida 32819. The initial address in Florida of the initial registered office of this Corporation is 930 S. Harbor City Boulevard, Suite 505, Melbourne, Florida 32901, and the name of the initial registered agent of this Corporation at that address is J. Patrick Anderson.

ARTICLE VII

The initial Board of Directors shall consist of one (1) Director initially. The number of Directors may be either increased or diminished from time to time by the Shareholders, but shall never be less than one. The name and address of the person who shall serve as Director until the first annual meeting of the Shareholders, or until successors have been elected and qualified, is as follows:

Harish C. Sachdev
7384 Sparkling Lake Road
Orlando, FL 32819

ARTICLE VIII

The Shareholders of this Corporation shall adopt By-Laws which shall contain provisions for the management of the business and the regulation of the affairs of the Corporation that are not inconsistent with the Articles or the laws of the State of Florida.

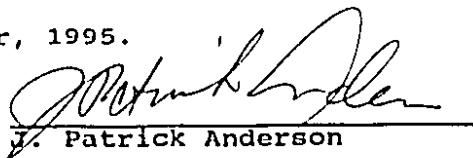
ARTICLE IX

The name and address of the initial incorporator is as follows: J. Patrick Anderson, 930 S. Harbor City Boulevard, Suite 505, Melbourne, Florida 32901.

ARTICLE X

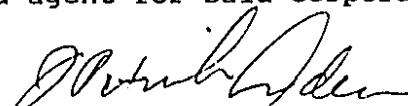
The Board of Directors shall have the power to amend or supplement these Articles of Incorporation when approved by a majority vote of the Shareholders.

IN WITNESS WHEREOF, the undersigned has made and subscribed to these Articles of Incorporation in Melbourne, Brevard County, Florida, this 31 day of September, 1995.



J. Patrick Anderson

I hereby declare that I am familiar with and accept the duties and responsibilities as registered agent for said corporation.



J. Patrick Anderson
Registered Agent

STATE OF FLORIDA
COUNTY OF BREVARD

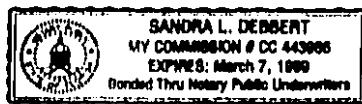
I HEREBY CERTIFY that on this day, before me, an officer duly authorized in the State and County aforesaid, to take acknowledgments, personally appeared, J. Patrick Anderson, who is personally known to me and who executed the foregoing Articles of Incorporation and he acknowledged before me that he executed and subscribed to these Articles of Incorporation and did not take an oath.

WITNESS my hand and official seal in the County and State
aforesaid this 13th day of September, 1995.

Sandra L. Dabbert
Sandra L. Dabbert
Notary Public
State of Florida at Large

My Commission Expires:

articleamed-scan



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ULTRAMED
7384 Sparkling Lake Rd
ORLANDO FL 32819

City/State/Zip Phone #

2000001681512
01/16/96-01025--003
*****35.00 *****35.00
Office Use Only

CORPORATION NAME(S) & DOCUMENT NUMBER(S), (if known):

1. _____ (Corporation Name) (Document #)

2. _____ (Corporation Name) (Document #)

3. _____ (Corporation Name) (Document #)

4. _____ (Corporation Name) (Document #)

Walk in

Pick up time _____

Certified Copy

Mail out

Will wait Photocopy

Certificate of Status

NEW FILINGS	
Profit	
NonProfit	
Limited Liability	
Domestication	
Other	

AMENDMENTS	
Amendment	
Resignation of R.A., Officer/ Director	
Change of Registered Agent	
Dissolution/Withdrawal	
Merger	

OTHER FILINGS	
Annual Report	
Fictitious Name	
Name Reservation	

REGISTRATION/ QUALIFICATION	
Foreign	
Limited Partnership	
Reinstatement	
Trademark	
Other	

Amend

VS JAN 24 1996

Examiner's Initials

FILED

96 JAN 17 AM 9:17

SECRETARY OF STATE
TALLAHASSEE FLORIDA

The undersigned, constituting all of the Shareholders and Directors of Ultra-Med, Inc., a Florida corporation (the "Corporation"), do hereby consent in writing to the adoption of the following resolutions in lieu of a special meeting of the Shareholders and Board of Directors as permitted by Florida Statutes and by the Bylaws of the Corporation, and do hereby waive any notice to be given in connection therewith pursuant to this action:

RESOLVED, that the Corporation hereby accepts the resignation of Harish C. Sachdev as President, Secretary, Treasurer and Director of the Corporation effective as of the date hereof; and

RESOLVED FURTHER, that the following person is elected as Director of the Corporation for the ensuing year:

Jogindra Bajaj

RESOLVED FURTHER, that the following person is hereby elected to the corresponding corporate offices for the ensuing year:

President:	Jogindra Bajaj
Secretary:	Jogindra Bajaj
Treasurer:	Jogindra Bajaj

RESOLVED FURTHER, that the President and Secretary of the Corporation be and hereby are authorized, in the name of and on behalf of the Corporation, to execute and to do such other acts or things as may be necessary or advisable to effect the foregoing resolution.

IN WITNESS WHEREOF, the undersigned as Shareholders and Directors of the Corporation have signed this written unanimous consent in lieu of a special meeting, this 15th day of January 1996, 1995.



OFFICIAL SEAL
JUDITH ANN SHARPE
My Commission Expires
March 15, 1997
Com. No. CC 266632

Judith Ann Sharpe

JBajaj

Jogindra Bajaj, Shareholder
and Director
SSN 931-55-8193