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## ARTICLES OF INCORPORATION OF ANRESP INC.



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

- 1. Name. The name of the corporation is ANRESP INC.
- 2. Duration. The period of duration is perpetual.
- The purpose is to export medical equipment and supplies from 3. Purpose. the United States, and to engage in any activities or businesses permitted under the laws of the United States and Florida.
- The corporation is authorized to issue one hundred Capital Stock 4. thousand shares of common stock at \$ .01 par value.
- The name and address of the initial Initial Registered Office and Agent. registered agent and office of this corporation is as follows:

Stanley E. Johnson, Jr. 1444 Biscayne Boulevard, Suite 220 Miami, Florida 33132

Principal Office and Mailing Address. The initial principal office of this corporation and its initial mailing address is as follows:

Olga Mills 4731 Date Palm Drive Sobring, Florida 33870

> Document Prepared by: STANLEY E. JOHNSON, JR., ESQ. 1444 Biscayne Boulevard Suite 220 Miami, Florida 33132 Tel. (305) 372-2797 Florida Bar No. 472395

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## Articles of Incorporation Page 2

7. Initial Board of Directors. This corporation shall have one director initially. The number of directors may be either increased or decreased from time to time by an amendment of the bylaws of the corporation in the manner provided by law, but shall never be less than one. The name and address of the initial director of this corporation is:

Stanley E. Johnson, Jr. 1444 Biscayne Boulevard, Suite 220 Miami, Florida 33132

8. Incorporator. The name and address of the Incorporator signing these Articles of Incorporation is:

Stanley E. Johnson, Jr. 201 N.W. 7th Street, Apt. 304 Miami, Florida 33136

- 9. Amendment of Articles. This corporation reserves the right to amend or repeal any provisions contained in these Articles of Incorporation, or any amendment hereto, and any right conferred upon the shareholders is subject to this reservation.
- 10. Indemnification. This corporation shall indemnify and may insure its officers and directors to the fullest extent permitted by law as currently in effect or as amended in the future.
- 11. Debts of the Corporation. The private property of the shareholders shall not be subject to payment of the corporate debts in any event.
- 12. Conflict of Interest. This corporation, expressly elects not to be governed by Florida Statutes Section 607.0901 (1991), as amended, relating to affiliated transactions. No contract or other transaction between this corporation and any other corporation, and no act of this corporation, shall in any way be affected or invalidated by the fact that any of the directors of this corporation are pecuniarily or otherwise interested in, or are directors or officers of, such other corporation. Any director individually, or any firm of which any director may be a member, may be party to, or may be pecuniarily or otherwise interested in, any contract or transaction of this corporation, provided that the fact that he or such firm is so interested shall be disclosed or shall have been known to the Board of Directors or a majority thereof, and any director of this corporation who is also a director or an officer of such other corporation, or who is so interested, may be counted in determining the existence of a quorum at any meeting of the Board of Directors of this corporation which shall authorize any such contract or transaction, with like force and effect as if he were not such a director or officer of such other corporation, or not so interested.

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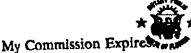
IN WITNESS	WHEREOF,	the undersigned Incorpora	ator has executed these Articles 1995.
of Incorporation this	22 day of	softem is Gre-	1995.

Johnson STATE OF FLORIDA COUNTY OF DADE BEFORE ME, the undersigned authority personally appeared Stanley E. Johnson, Jr., to me known to be the person who executed the foregoing Articles of Incorporation, and he acknowledged to me that he executed such instrument. Personally known. IN WITNESS WHEREOF, I have hereunto set my hand and seal this 22 day of Notary Public State of Florida JOHNNY BROWDY M ion CC34 phos Feb. 06, 1998 My Commission Expires: ANIM B00-422-1565 STATE OF FLORIDA

COUNTY OF DADE

Before me, the undersigned authority personally appeared Stanley E. Johnson, Jr., to me known to be the person who executed the foregoing Articles of Incorporation, and he acknowledged to me that he executed such instrument Personal!

WITNESS WHEREOF, I have hereunto set my hand and seal this 22 1995.



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		Articles of Incorporation Page 4
STATE OF FLORIDA COUNTY OF DADE	<b>)</b>	
The undersigned be	ing the duly elected and acting	Director/Secretary for ANRESP
INC. does on behalf of Al	RESP INC. certify that he is far	miliar with and accepts the dutles
and responsibilities of Dir	ector/Secretary for ANRESP II	NC.
	By: Morey NAME: TUTLE: 1	Stanley E. Johnson, J. Director/Secretary
STATE OF FLORIDA	)	
COUNTY OF DADE	<b>)</b>	
		0.1
The foregoing inst	ument was acknowledged befo	re me this 22 day of Sep1.
1995 by Stanley E. Johns	n, Jr., who has produced	as identification for
	is personally known by me	
My Commission (Control of Control	Name: Notary Public	Bry

	Articles of Incorporation Page 5
STATE OF FLORIDA	
COUNTY OF DADE	
,	
The undersigned being	the duly elected and acting Register Agent for ANRESP INC.
does on behalf of ANRESP	NC. certify that he is familiar with and accepts the duties and
responsibilities as Register A	gent for ANRESP INC.
STATE OF FLORIDA ) COUNTY OF DADE )	By: Mame: Stapley B. Johnson, Jr. Title: Register Agent.  FILED  FILED  FILED  FILED  A.
The foregoing instrum	nent was acknowledged before me this 2=2 day
of September	, 1995 by Stanley E. Johnson, Jr., who has produced
	as identification for ANRESP INC. or
is personally known	by me.
JOHNAY BROWDY , My Commission OC  Expires Feb. 06, 16	Husees Company of the

Name: Notary Public.