

REFERENCE :

788884

413419

AUTHORIZATION :

COST LIMIT : 4 122.50

ORDER DATE : January 2, 1996

ORDER TIME : 10:28 AM

ORDER NO. : 788884

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FLERIDA

CUSTOMER NO:

413419

CUSTOMER:

Ms. Halen Brock Ford

BROAD AND CASSEL

Suite 1100

390 N. Orange Avenue

Orlando, FL 32801

DOMESTIC FILING

NAME: WELTEK, INC.

XX ARTICLES OF INCORPORATION CERTIFICATE OF LIMITED PARTNERSHIP

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

__ CERTIFIED COPY _ PLAIN STAMPED COPY

CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Jeanine Prezeau

EXAMINER'S INITIALS: I BROWN

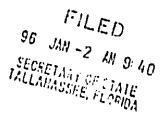
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ARTICLES OF INCORPORATION

OF

WELTEK, INC.



ARTICLE 1 - NAME

The name of this corporation is WELTEK, INC.

ARTICLE II - INITIAL PRINCIPAL OFFICE AND MAILING ADDRESS

The address of the initial principal place of business and mailing address of the corporation is 525 South Fiagler Drive, Unit 10-A, West Palm Beach, Florida 33401.

ARTICLE III - AUTHORIZED SHARES

The maximum number of shares of stock that the corporation is authorized to have outstanding at any one time is 1,000 shares of common stock having a par value of \$.10 per share.

ARTICLE IV - INITIAL REGISTERED OFFICE AND REGISTERED AGENT

The street address of the initial registered office of the corporation is 390 North Orange Avenue, Suite 1100, Orlando, Florida 32801 and the initial registered agent of this corporation at that address is B&C Corporate Services of Central Florida, Inc.

ARTICLE V - INCORPORATOR

The name and address of the incorporator is as follows:

Name

Address

B&C Corporate Services of Central Florida, Inc.

390 North Orange Avenue Suite 1100 Orlando, Florida 32801

ARTICLE VI - EFFECTIVE DATE

The Effective Date of the filing of the Articles of Incorporation of Weltek, Inc., shall be January 1, 1996.

IN WITNESS WHEREOF, the undersigned does hereby execute this instrument this 29th day of December, 1995.

B&C Corporate Services of Central Florida,

Inc.

Anthony W. Palma, Vice President

CERTIFICATE OF DESIGNATION REGISTERED AGENT/REGISTERED OFFICE

Pursuant to the provisions of Section 607.0501, Florida Statutes, the undersigned corporation, organized under the laws of the State of Florida, submits the following statement in designating the registered agent, in the State of Florida.

- 1. The name of the corporation is WELTEK, INC.
- 2. The name and address of the registered agent and office is:

B&C CORPORATE SERVICES OF CENTRAL FLORIDA, INC. 390 North Orange Avenue Suite 1100 Orlando, Florida 32801

WELTEK, INC.

By: B&C Corporate Services of Central Florida, Inc.

By: ________Anthony W. Palma, Vice President

Title: Incorporator

Dated this 29th day of December, 1995.

HAVING BEEN NAMED TO ACCEPT SERVICE OF PROCESS FOR THE ABOVE STATED CORPORATION, AT THE PLACE DESIGNATED IN THIS CERTIFICATE, THE UNDERSIGNED HEREBY AGREES TO ACT IN THIS CAPACITY, AND FURTHER AGREES TO COMPLY WITH THE PROVISIONS OF ALL STATUTES RELATIVE TO THE PROPER AND COMPLETE PERFORMANCE OF ITS DUTIES, AND ACCEPTS THE DUTIES AND OBLIGATIONS OF ITS POSITION AS REGISTERED AGENT INCLUDING THOSE CONTAINED IN SECTION 607.0505, FLORIDA STATUTES.

B&C CORPORATE SERVICES OF CENTRAL FLORIDA, INC.

Anthony W. Palma, Vice President

Dated this 29th day of December, 1995.

P96000000381

BROAD AND CASSEL ATTORNEYS AT LAW

MITRAY DI BHEAR, PA
MITR BYGAL, PA
INTRO BYGAL, PA
INTRO BYGAL, PA
PATRICIA LIZAMW, PA
C REN NIMBEP, PA
BUGHARD B MAPARIAMIL, PA
E MARIE BY MAPARIAMIL, PA
E MARIE BYGAN, B, PA
P MEMIUN BUMPIT
MARWIN B CARRIL, PA
CLIPPID DI BHEIZ, PA
ARVIN I JAPPI, PA
METHALIA TURBIN, PA
BALPIL C INTILLIO, PA
EAURIAE LA BRING, PA
MARTINA PRESS, PA
MICHAEL A TRIBING, PA
ANTIRINY W PALMA, PA
ANDERW D. RAINCH
LORALES BYTANTON, PA
LAMBER BILATER, PA
MILLANDER BILATER, PA
ALANDER BILATER, PA
MILLANDER BILATER, PA
MILLANDER

GARRIEL L. IMPLIATO P.A.
GANDER MILLER, P.A.
GANDEW CUTZIN, P.A.
RANDOW CUTZIN, P.A.
RANDOW CUTZIN, P.A.
RANDAL M. ALLIEWILL P.A.
JAMMAL M. ALLIEWILL P.A.
JAMMAL M. ALLIEWILL P.A.
JAMMAL M. ALLIEWILL P.A.
JAMMAL M. TURBER
ANDRIW B. THIMARA P.A.
MARE D. THURRER
TIPRIPURE C. TARR, P.A.
FUTER M. CARRILLE, P.A.
JAMES B. GURRELLE, P.A.
JAMES B. GURRELLE, P.A.
JUMBA BANTUR, JR., P.A.
MINNA B. CHILDING, P.A.
RITTVIM MILLIEM
AMY B. MILLIEMIN, P.A.
RUNALD M. GACHE, P.A.
LUMIDE M. MILLER, P.A.
LUMIDE M. MILLER, P.A.
LUMIDE M. MILLER, P.A.

ANNE MOVICE BRANAM, P.A.
A. HUTEY BIONNESIM, P.A.
A. HUTEY BIONNESIM, P.A.
MARRIED BERMAN, P.A.
MARRIED BERMAN, P.A.
ANA LANGEL
LAWILLE HARRIED BERMIJNOLOYC'E. E. RESIGN
PAUL AINALO
BATHLEON L. CHITTE'H
HITTERY J. MITTEE
BARRAEA AN CASTILLE
BOY SE KONIET
MICHARLE B. RECITED
BOY SE KONIET
MICHARLE P. BRANKET
C. CHEISTOPHIJE BIJLEE
BICHARD M. REMEINN
LEIDHLAR B. FRANCHUR
GARY B. LEIDHAR
BOY B. FRANCHUR
JOHNTIAN J. RILJE
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JANE B PALMIER
RINGER ALFLET, IR
EURRET P MALLETT
EBETH F WIETE
RISLAR AR REPORT
TAMALE CARMICHAEL
ROUR PARIME RAMON
PETRE M SERVILABLE
LIGHA ANN MURVIN
LIMIA C FRAZIJIE
STEVE WARRESTEN
RICHAEL STADE
T SEVON TAYLOR
LISTELS J PIRLING
DAVID A SCRIPTE
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DE CUINTEL
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ALVIN CABREL
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FAMBE CASREL, P.A.
I BURTON BEAR RE
WILJIAM B SOWLAND, JR., P.A.
WAMIA L BRUNN
ALAH M URELAC'H
RENNETH BRUMAN
WILJIAM P BURNE
JOUS B LAUBINCE

July 18, 1996

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VIA FEDERAL EXPRESS

Florida Department of State Corporation Filings Section 409 East Gaines Street Tallahassee, Florida 32399

RE: Weltek, Inc.

The International Institute of Nutrition and Health, Inc.

Dear Sir/Madam:

Enclosed for filing in the order as they appear, please find an original and one (1) copy of the proposed Articles of Amendment to the Articles of Incorporation for Weltek, Inc. and The International Institute of Nutrition and Health, Inc. Our firm's check in the amount of \$70.00 is enclosed, representing the filing fees for said amendments. Please return filed copies of the enclosed to the undersigned at your earliest convenience.

Sincerely,

Helen Brock Ford

Paralegal

/hbf Enclosures



FLORIDA DEPARTMENT OF STATE Sandra B. Mortham Secretary of State

July 24, 1996

Helen Brock Ford Broad and Cassel P.O. Box 4961 Orlando, FL 32802-4961

SUBJECT: WELTEK, INC. Ref. Number: P96000000381

We have received your document for WELTEK, INC. and your check(s) totaling \$70.00. However, the enclosed document has not been filed and is being returned for the following correction(s):

The name designated in your document is unavailable since it is the same as, or it is not distinguishable from the name of an existing entity. Simply adding "of Florida" or "Florida" to the end of an entity name **DOES NOT** constitute a difference. Please select a new name and make the substitution in all appropriate places. One or more words may be added to make the name distinguishable from the one presently on file.

When the document is resubmitted, please return a copy of this letter to ensure that your document is properly handled.

If you have any questions about the availability of a particular name, please call (904) 488-9000.

Please return your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (904) 487-6908.

Steven Harris Corporate Specialist

Letter Number: 796A00035596

BROAD AND CASSEL ATTORNEYS AT LAW

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MICK MIMAL. P.A.
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JAMBER DI TINTER

HITCHIRLER PA

FITTER MI CARIBILAL PA

ATRIMA PARTO PARTON

AMY PA

JOHN A RANTOR JE PA

ROMAN RECEDINE PA

RITHME MILLER PA

ROMAN MILLER PA

ANNE MOVIE BRANAN PA
A FREETY GERINNEN PA
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FAUL AIRLES
KATHILEN L. MITTWE
HITCHER L. MITTWE
HITCHER L. MITTWE
HITCHER L. MITTWE
HITCHER
HARRASA AG CASTILLE
MICHAELLE
ROY B KENERT
MICHAELLE PROMETT
C CHRISTOMITS RELICE
BEGLARDE M. BERGHER
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HANDEW B. STARCHER
JANDEW B. ADDER
RANDEW M. A PICH
RANDEW A. PICH
RANDERIM CARTUR
RANDEW A. PICH
RANDEW M. ADDER
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RANDERIM A. PICH
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RATIFERIM CARTUR
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IANE R PAIMITE
PORTES AL PPET 19
JONES P MALE FOT
EASTH P WHITE
LISTAR A BENGS
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MICHAEL MARTINI
MICHAEL MARTINI
TENDER MICHAEL
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CP COUNT.
MILIPARE BRUAD
ASVIC CARRIE.
NURMAN REGAD, P.A.
JAMER B CARRIE. P.A.
J. RIEFESTON BERARCE
WILLIAM OF ROWLAND, JE., P.A.
WANDA L. RIEFEM
ALAN M. CIELLACH
ERMITTE ROMEAND
JULIAM F. RUBERE
JULIA B. LAURENCE

August 2, 1996

Florida Department of State Division of Corporations Post Office Box 6327 Tallahassee, Florida 32314

RE: Weltek, Inc.

The International Institute of Nutrition and Health, Inc.

Dear Sir/Madam:

Enclosed for re-filing, please find an original and one (1) copy of the following documents:

- 1. Articles of Amendment to the Articles of Incorporation of Weltek, Inc.
- 2. Articles of Amendment to the Articles of Incorporation of The International Institute of Nutrition and Health, Inc.

I have also enclosed a copy of your letter dated July 24, 1996 whereby you returned the above amendments due to the unavailability of the name "MedTek, Inc." Once the enclosed amendments have been properly filed, please return a copy of the filed amendments to me.

Sincerely,

Paralegal

/hbf Enclosures

ARTICLES OF AMENDMENT

TO THE

ARTICLES OF INCORPORATION

OF

WELTEK, INC.

Pursuant to Section 607.1001 of the Florida Business Corporation Act (the "Act") the undersigned, as President and Secretary of WELTEK, INC., a Florida corporation (the "Corporation") do hereby submit the following:

- 1. The name of the Corporation is WELTEK, INC.
- 2. Article I of the Articles of Incorporation is hereby deleted in its entirety and the following substituted in lieu thereof:
 - " The name of this corporation is changed from WELTEK, INC. to MedTek MedLeal Diagnostics, Inc."
 - 3. The date of adoption of the foregoing amendment is July 16, 1996.
- 4. The foregoing amendment has been duly adopted by the Board of Directors and Shareholders of the Corporation by an unanimous consent. Such adoption was approved by the sole shareholder of the Corporation. Such approval represented all consents of the shareholders who were entitled to vote on such amendment.

The foregoing has been executed this 16th day of July, 1996.

WELTEK, INC.

Kristen I. Toher President

Kristen I. Tober, Secretary