

P960000/0156

TRANSMITTAL LETTER

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

SUBJECT: REMPHYSEMA INC
(Proposed corporate name - must include suffix)

Enclosed is an original and one (1) copy of the articles of incorporation and a check for :

\$70.00
Filing Fee

\$78.75
Filing Fee
& Certificate

\$122.50
Filing Fee
& Certified Copy

\$131.25
Filing Fee,
Certified Copy
& Certificate

Additional Copy Required

FROM: JAYACHANDRA P KUMAR
Name (printed or typed)

10075 CORTEZ BLVD
Address

BROOKSVILLE FL 34613
City, State & Zip

904-596-7742
Daytime Telephone number

600001701426
-01/30/96--01073--007
***131.25 ***131.25

SN FEB - 1 1996

TALLAHASSEE, FLORIDA
93 JAN 30 PM 12:22
FILED

NOTE: Please provide the original and one copy of the articles.

ARTICLES OF INCORPORATION

FILED
98 JUN 30 PM 12:20
TALLAHASSEE, FLORIDA

The undersigned Incorporator(s), for the purpose of forming a corporation under the Florida Business Corporation Act, hereby adopt(s) the following Articles of Incorporation.

ARTICLE I NAME

The name of the corporation shall be:

REMPHYSEMA INC

ARTICLE II PRINCIPAL OFFICE

The principal place of business and mailing address of this corporation shall be:

10075 CORTEZ BLVD.
BROOKSVILLE FL 34613

ARTICLE III SHARES

The number of shares of stock that this corporation is authorized to have outstanding at any one time is:

1000 SHARES OF COMMONSTOCK HAVING \$1.00 PAR VALUE PER SHARE.

ARTICLE IV INITIAL REGISTERED AGENT AND STREET ADDRESS

The name and address of the initial registered agent is:

JAYACHANDRA P KUMAR
10075 CORTEZ BLVD
BROOKSVILLE FL 34613

ARTICLE V INCORPORATOR(S)

See instructions for officers/directors

The name(s) and street address(es) of the incorporator(s) to these Articles of Incorporation is(are):

| <u>NAME</u> | <u>ADDRESS</u> |
|--|---|
| JAYACHANDRA P KUMAR SECRETARY & TREASURER | 10385 FAIRCHILD ROAD SPRING HILL FL 34608 |
| SADRAS N SHANMUGAM CHAIRMAN | 4326 RIVER BIRCH DRIVE SPRINGHILL FL 34607 |

ARTICLE VI : TERM OF EXISTENCE

This Corporation is to exist perpetually.

ARTICLE VII : NATURE OF BUSINESS

This Corporation may engage or transact in any or all lawful activities or business permitted under the laws of the **UNITED STATES**, the **STATE OF FLORIDA** or any other state, and more specifically to do the medical services for Sleep Disorders and Emphysema Rehabilitation Surgery.

The undersigned incorporator(s) has(have) executed these Articles of Incorporation this

25 day of JANUARY, 1996.



JAYACHANDRA P KUMAR Signature



SADRAS N SHANMUGAM Signature

Signature

NOTE: Affixing an officer title after a signature of an incorporator does not constitute the designation of officers.

**CERTIFICATE OF DESIGNATION OF
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 OFFICE/REGISTERED AGENT, IN THE STATE OF FLORIDA.

1. The name of the corporation is: REMPHYSEMA INC

2. The name and address of the registered agent and office is:

JAYACHANDRA P KUMAR
(NAME)
10075 CORTEZ BLVD
(P.O. Box or Mail Drop Box **NOT** ACCEPTABLE)
BROOKSVILLE FL 34613
(CITY/STATE/ZIP)

FILED
55 JAN 30 PM 12:20
TALLAHASSEE, FLORIDA

Having been named as registered agent and to accept service of process for the above stated corporation at the place designated in this certificate, I hereby accept the appointment as registered agent and agree to act in this capacity. I further agree to comply with the provisions of all statutes relating to the proper and complete performance of my duties, and I am familiar with and accept the obligations of my position as registered agent.



(SIGNATURE)

JAN 25, 1996

(DATE)