

P960000145-1  
IVAX

IVAX Corporation  
8800 Northwest 30th Street  
Miami, Florida 33170-2404  
Telephone (305) 590-2200  
Facsimile (305) 590-2252

February 9, 1996

Via Federal Express

Florida Department of State  
Division of Corporations  
409 East Gaines Street  
Tallahassee, FL 32399  
Attn: New Filing Section

400001713424  
-02/13/96--01084--003  
\*\*\*\*385.00 \*\*\*\*385.00

Re: IVAX Diagnostics, Inc.

Gentlemen:

Enclosed for filing is a Certificate of Domestication and Articles of Incorporation of IVAX Diagnostics, Inc. Also enclosed is a check in the amount of \$385.00 representing the filing, registered agent and certified copy fees. Please return the certified copy to the undersigned in the stamped, pre-addressed envelope provided herein.

Thank you for your assistance in this matter. Should you have any questions, please call the undersigned directly at (305) 590-2439.

Very truly yours,

IVAX CORPORATION

*Carole I. Amster*

Carole I. Amster  
Legal Assistant

/cia  
Enclosures  
cc: Armando A. Tabernilla  
Jeffrey F. Eisenberg

CA\FW\WORD\LETTERS\DOMEST.DOC

FILED  
96 FEB 12 AM 7:44  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

B. REGISTERED FEB 16 1996

**CERTIFICATE OF DOMESTICATION  
OF  
IVAX DIAGNOSTICS, INC.**

The undersigned, Armando A. Tabernilla, Secretary of IVAX Diagnostics, Inc. (the "Company"), does hereby certify that:

(a) The Company was incorporated on June 24, 1983 under the laws of the Cayman Islands.

(b) The name of the Company immediately prior to the filing of this Certificate of Domestication was GDU Trading Company, Ltd.

(c) The new name of the Company, as set forth in its Articles of Incorporation filed simultaneously herewith, is IVAX Diagnostics, Inc.

(d) The jurisdiction that constituted the principal place of business of the Company immediately prior to the filing of this Certificate of Domestication was the Cayman Islands.

IN WITNESS WHEREOF, the undersigned has executed this Certificate of Domestication on January 30, 1996.

  
Armando A. Tabernilla  
Secretary

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96 FEB 12 AM 7:44  
SECRETARY OF STATE  
TALLAHASSEE FLORIDA

**ARTICLES OF INCORPORATION  
OF  
IVAX DIAGNOSTICS, INC.**

**FILED**  
26 FEB 12 AM 7:46  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

**ARTICLE I - NAME AND ADDRESS**

The name of this corporation is IVAX Diagnostics, Inc. The address of the principal office and the mailing address of this corporation is 8800 N.W. 36th Street, Miami, Florida 33178.

**ARTICLE II - PURPOSE**

This corporation is organized for the purpose of transacting any and all lawful business for corporations organized under the Florida Business Corporation Act.

**ARTICLE III - CAPITAL STOCK**

The aggregate number of shares which this corporation shall have authority to issue is one hundred (100) shares of common stock, par value \$1.00 per share.

**ARTICLE IV - INITIAL REGISTERED OFFICE AND AGENT**

The street address of the initial registered office of this corporation and the name of the initial registered agent of this corporation at such office are:

<u>Name</u>	<u>Address</u>
Armando A. Tabernilla	8800 N.W. 36th Street Miami, Florida 33178

**ARTICLE V - INCORPORATOR**

The name and address of the person filing these Articles of Incorporation as incorporator are:

<u>Name</u>	<u>Address</u>
Armando A. Tabernilla	8800 N.W. 36th Street Miami, Florida 33178

IN WITNESS WHEREOF, the undersigned has executed these Articles of Incorporation on  
January 30, 1996.

  
Armando A. Tabernilla  
Incorporator

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**ACCEPTANCE OF APPOINTMENT  
OF  
REGISTERED AGENT**

I hereby accept the appointment as registered agent contained in the foregoing Articles of Incorporation and state that I am familiar with and accept the obligations of Section 607.0501 of the Florida Statutes.

  
Armando A. Tabernilla  
Registered Agent

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SECRETARY OF STATE  
TALLAHASSEE, FLORIDA