

P96000017055

Billings Plus

2/14/96

Dear Sirs

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-02/22/96--01069--012
***122.50 ***122.50

Please be so kind as
to send the Corporate Certificate
to IBS- P.O. Box 654306,
Miami FL 33265-4306.

Should you need to contact me,
please call 305-228-3888

Thank you.

Esther H. Gonzalez

for
E. Gonzalez,
Change
effective date
2/15

P.S. Kindest
Regards to Jeff Nelson &
(Amendments) Jax



7171 Coral Way, Suite 500, Miami, Florida 331 5 • Phone: (305) 264-7787 • Fax: (305) 264-7977



GB 2/23/96

ARTICLES OF INCORPORATION

OF

Diversified Medical Equipment, Inc.

FILED

96 FEB 22 PM 3:13

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The undersigned, in order to form a corporation for the purposes hereinafter stated, by and under the provision of the Statutes of the State of Florida, do hereby subscribe to these Articles of Incorporation.

ARTICLE I - NAME & MAILING ADDRESS

The name of this corporation is:

Diversified Medical Equipment Inc.

The address of this corporation is:

10904 S.W. 75th Terrace

Miami, Fl. 33173

ARTICLE II - DURATION

This corporation shall have perpetual existence. The corporate existence commences at the date of the filing and acknowledgement of these Articles. - - - - -

ARTICLE III - PURPOSE

This corporation is organized for the following purposes:

(a) To transact any or all business permitted under the

laws of the United States of America and the laws of the State of Florida.

(b) To Purchase, sell, lease, operate, own, hold, transfer, convey, mortgage, or otherwise encumber, trade, exchange, and generally deal in real estate and personal property of every kind, nature and description wheresoever located, both tangible and intangible and including choices in action, either as owner, broker, agent, or factor.

(c) In the purchase or acquisition of property, business rights or franchise, or for additional working capital, or for any other objective in or about its business affairs and without limit as to amount, to incur debts and to raise, borrow and secure the payment of money in any lawful manner, including the issue and sale or other disposition of bonds, evidence of indebtedness, whether secured by mortgage, pledge, deed of trust or otherwise. The corporation may issue its stock for any lawful purposes, including the acquisition of any other entity.

(d) To engage in any lawful activity and to institute,

participate in and promote commercial, mercantile, financial and industrial enterprises and operations, and for the purpose of transacting any or all lawful business.

ARTICLE IV - POWER

This corporation shall have all of the corporate powers enumerated in the Florida General Corporation Act.

ARTICLE V - CAPITAL STOCK

This corporation is authorized to issue 500 shares of \$1.00/PAR common stock which shall be designated "Common shares".

ARTICLE VI - PREEMPTIVE RIGHTS

Every shareholder, upon the sale for cash of any new stock of this corporation, shall have the right to purchase his prorata share thereof (as nearly as may be done without issuance of rational shares) at the price at which it is offered to others.

ARTICLE VII - INITIAL REGISTERED OFFICE AND AGENT

The street and address of the initial registered office of this corporation is 10904 S.W. 75th Terrace, Miami, FL 33173, and the name of the initial registered agent of this corporation at the address is Lourdes Blanchard.

ARTICLE VIII - INITIAL BOARD OF DIRECTORS

This corporation shall have two(2) director(s) initially. The number of director(s) may be either increased or diminished from time to time by the laws. The name and address of the initial director(s) of this corporation until the first annual meeting of shareholder(s) or until their successors are elected and qualify (is) are:

| NAME | ADDRESS |
|--------------------------|--|
| <u>Lourdes Blanchard</u> | <u>10904 S.W. 75th Terrace</u> <u>Miami, FL 33173</u> |
| <u>Regla Gomez</u> | <u>9421 S.W. 4th Lane</u> <u>Miami, FL 33174</u> |

ARTICLE IX - INCORPORATORS

The name(s) and address(es) of the person(s) signing this Article (is) are:

| | |
|--------------------------|--|
| <u>Lourdes Blanchard</u> | <u>10904 S.W. 75th Terrace</u> <u>Miami, FL 33173</u> |
| <u>Regla Gomez</u> | <u>9421 S.W. 4th Lane</u> <u>Miami, FL 33174</u> |

ARTICLE X - AMENDMENT

This corporation reserves the right to amend or repeal any provisions contained in these Articles of Incorporation, or add any amendment here to, and any right conferred upon the shareholders is subject to this reservation.

IN WITNESS WHEREOF, the undersigned have (has) executed these articles of Incorporation this 14 day of February, 1996.

J M Blane
Regla Góngora

STATE OF FLORIDA)
) SS.
COUNTY OF DADE)

BEFORE ME, a notary public authorized to take
acknowledgements in the state and county set forth above,
personally appeared

Lourdes Blanchard & Regla Gomez

known to me and known by me to be the person(s) who executed the
foregoing Articles of Incorporation. and they acknowledge before
me that they executed those Articles of Incorporation.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed
my official seal, in the state and county aforesaid, this 14th
day of February, 1996.



ESTHER H GONZALEZ
My Commission CC265909
Expires Mar 14 1997
Hr. Neberry Associates Inc
800-322 1555

Esther H. Gonzalez
NOTARY PUBLIC
State of Florida at Large

My commission expires:

HAVING BEEN NAMED TO ACCEPT SERVICE OF PROCESS FOR _____
Diversified Medical Equipment, Inc., AT THE PLACE DESIGNATED IN THE
FOREGOING ARTICLES OF INCORPORATION, I HEREBY AGREE TO ACT IN
THIS CAPACITY, AND IN FURTHER AGREE TO COMPLY WITH THE PROVISIONS
OF ALL STATUTES RELATIVE TO THE PROPER AND COMPLETE PERFORMANCE
OF MY DUTIES.

DATE: 2/14/96

SIGNATURE: AM Bland

FILED
96 FEB 22 PM 3:14
FEDERAL BUREAU OF INVESTIGATION
U.S. DEPARTMENT OF JUSTICE