

3/07/96

FLORIDA DIVISION OF CORPORATIONS

((H96000003316))

ELECTRONIC FILING COVER SHEET

TO: DEPARTMENT OF REVENUE

FROM: 1ST ACCOUNTING GROUP

DEPARTMENT OF REVENUE

7270 NW 12 ST

STATE OF FLORIDA

340

109 EAST GAILER STREET

MIAMI FL 33126-1929-0000

TALLAHASSEE, FL 32399

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DOCUMENT TYPE: FLORIDA PROFIT CORPORATION OR P.A.

NAME: LAZO MEDICAL, INC.

FAX AUDIT NUMBER: H96000003316

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96 MAR - 8 PM 4: 24
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Handwritten signature and date 3/11

Handwritten signature and date 3/11

ENCLOSURE 30 11019 12

12:43 PM 3-8-1996

CE: 11/1/96



FLORIDA DEPARTMENT OF STATE
Sandra B. Mortham
Secretary of State

March 8, 1996

1ST ACCOUNTING GROUP, INC.

MIAMI, FL

SUBJECT: LAZO MEDICAL, INC.
REF: W96000005182

We received your electronically transmitted document. However, the document has not been filed and needs the following corrections:

Section 15.16(3), Florida Statutes, requires each document to contain in the lower left-hand corner of the first page the name, address, and telephone number of the preparer of the original and, if prepared by an attorney licensed in this state, the preparer's Florida Bar membership number.

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) 487-6934.

Loria Poole
Corporate Specialist

FAX Aud. #: H96000003316
Letter Number: 796A00010480

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ARTICLES OF INCORPORATION
OF
LAZO MEDICAL, INC.

FILED
56 MAR - 8 PM 4:24
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLE I - Name

The name of this corporation is Lazo Medical, Inc.

ARTICLE II - Nature of Business

This corporation may engage in any activity of business permitted under the laws of the United States of America and of this State.

ARTICLE III- Capital Stock

The maximum number of shares of stock that this corporation is authorized to have outstanding at any time is seven thousand five hundred (7,500) shares of common stock, each share having a par value of one dollar (\$ 1.00).

Authorized capital stock may be paid for in cash, services, or property, at a just value to be fixed by the Board of Directors of this corporation at any regular or special meeting.

ARTICLE IV - Term of Existence

This corporation shall have perpetual existence.

ARTICLE V - Initial Registered Office and Agent

The street address of the initial registered office of this corporation is 7345 Fairway Dr., Suite 520, Miami Lakes, FL 33014 and the name of the initial registered agent of this corporation at that address is Carlos A. Restrepo.

DOCUMENT PREPARED BY:
1st Accounting Group, Inc.
7270 N.W. 12th St., Suite 340
Miami, FL 33126-1928
(305) 477-2234

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ARTICLE VI - Initial Board of Directors

This corporation shall have one director initially. The number of directors may be either increased or diminished from time to time by the bylaws, but shall never be less than one. The name and address of the initial director of this corporation is:

Carlos A. Restrepo
7345 Fairway Dr., Apt. 520
Miami Lakes, FL 33014

The said director is of full age.

ARTICLE VII - Initial Officers

The names and addresses of the officers are as follows:

PRESIDENT: Carlos A. Restrepo
7345 Fairway Dr., Apt. 520
Miami Lakes, FL 33014

TREASURER: Carlos A. Restrepo
7345 Fairway Dr., Apt. 520
Miami Lakes, FL 33014

SECRETARY: Carlos A. Restrepo
7345 Fairway Dr., Apt. 520
Miami Lakes, FL 33014

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ARTICLE VIII- Incorporator

The name and address of the person signing these articles is:

Carlos A. Restrepo
7345 Fairway Dr., Apt. 520
Miami Lakes, FL 33014

ARTICLE IX - Distribution

The name and address of each stock subscriber, and the number of shares of stock which each agrees to take, and the sums subscribed to and paid are as follows:

NAME	ADDRESS	SHARE
Carlos A. Restrepo	7345 Fairway Dr., Apt. 520 Miami Lakes, FL 33014	500 Shares \$500.00

ARTICLE X -Effective Date

These Articles of Incorporation shall be effective immediately upon approval of the Secretary of State, State of Florida.

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ARTICLE XI - Amendment

These Articles of Incorporation may be amended in the manner provided by law. Every amendment shall be approved by the Board of Directors, proposed by them to the stockholders, and approved at a stockholders' meeting by a majority of the stock entitled to vote thereon, unless all the directors and all the stockholders sign a written statement manifesting their intention that a certain amendment of these Articles of Incorporation be made.

ARTICLE XII - Principal Place of Business

The principal place of business or mailing address of this corporation is

7345 Fairway Dr., Suite 520
Miami Lakes, FL 33014

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ARTICLE XIII - Register Agent Acceptance

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.

IN WITNESS WHEREOF, the undersigned subscriber has executed these Articles of Incorporation

this 7th day of March, 1996.

INCORPORATOR

REGISTERED AGENT
MAR 8 1996
FILED
MAR 8 1996
PH 4:24
CLERK OF STATE
TALLAHASSEE, FLORIDA

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