

4/10/96

FLORIDA DIVISION OF CORPORATIONS

3:58 PM

((H9600005111))

FLORIDA PUBLIC ACCESS SYSTEM

TO: DIVISION OF CORPORATIONS

FROM: FAS-T CORP. AGENTS, INC.

DEPARTMENT OF STATE

8405 NW 53RD ST

STATE OF FLORIDA

SUITE C-100

409 EAST GAINES STREET

MIAMI FL 33166-

TALLAHASSEE, FL 32399

CONTACT: LIDIA FERNANDEZ

FAX: (904) 922-4000

PHONE: (305) 599-0839

FAX: (305) 592-9591

((H9600005111))

DOCUMENT TYPE: FLORIDA PROFIT CORPORATION OR P.A.

NAME: JOYA MEDICAL WHOLESALER, INC.

FAX AUDIT NUMBER: H9600005111

CURRENT STATUS: REQUESTED

DATE REQUESTED: 04/10/1996

TIME REQUESTED: 15:57:48

CERTIFIED COPIES: 1

CERTIFICATE OF STATUS: 0

NUMBER OF PAGES: 3

METHOD OF DELIVERY: FAX

ESTIMATED CHARGE: \$122.50

ACCOUNT NUMBER: 071001002335

Note: Please print this page and use it as a cover sheet when submitting documents to the Division of Corporations. Your document cannot be processed without the information contained on this page. Remember to type the Fax Audit number on the top and bottom of all pages of the document.

((H9600005111))

** ENTER 'M' FOR MENU. **

4/10/96

FLORIDA DIVISION OF CORPORATIONS

3:58 PM

FILED
95 APR 11 AM 9:19
SECRETARY OF STATE
TALLAHASSEE, FLORIDA


4/11

4/11/96

4/11/96

FILED

95 APR 11 11 30 26

SECRET
FALL 1995ARTICLES OF INCORPORATION OFARTICLE I - NAME

The name of this corporation is JOYA MEDICAL WHOLESALER, INC.

ARTICLE II - PURPOSE

This corporation shall have perpetual existence and may engage in any and all lawful business under the laws of the United States and the State of Florida.

ARTICLE III - CAPITAL STOCK

This corporation is authorized to issue 1000 of one dollar (\$1.00) per value common stock.

ARTICLE IV - PREEMPTIVE RIGHTS

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

ARTICLE V - INITIAL REGISTERED OFFICE AND AGENT

The present street address of the office of this corporation is 1550 Madruga Avenue, Coral Gables, FL 33146

The name of the initial Registered Agent of this corporation is Maria E. Joya Martinez

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 by-laws, but shall never be less than one (1). The initial director of this corporation is:

President-Director: Maria E. Joya Martinez

Prepared by: EC PROFESSIONAL SERVICES
6850 Coral Way, Ste. #206
Miami, FL 33155
(305) 665-8089

ARTICLE VII - INCORPORATION

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

Maria E. Joya Martinez
1550 Madruga Avenue
Coral Gables, Fl 33146

ARTICLE VIII - INDEMNIFICATION

The corporation shall indemnify any officer or director, or any former officers or directors to the full extent permitted by law.

ARTICLE IX - BY-LAWS

The power to adopt, alter, amend or repeal by-laws shall be vested in the Board of Directors and the Shareholders.

IN WITNESS WHEREOF, the undersigned Incorporator has executed these Articles of Incorporation this 9th Day of April, 1996


Incorporator

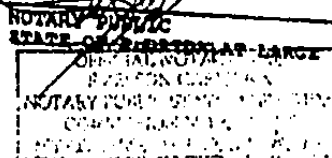
STATE OF FLORIDA)

COUNTY OF DADE)

BEFORE ME, a notary public authorized to take acknowledgments in the state and county set forth above, personally appeared Maria E. Joya Martinez, known to me and known by me to be the person who executed the foregoing Articles of Incorporation, and he acknowledged before me that he executed same.

IN WITNESS WHEREOF, I have hereunder set my hand and affixed my official seal, in the state and county aforesaid this 9th Day of April, 1996

My Commission Expires:



CERTIFICATE DESIGNATING THE ADDRESS AND AN
AGENT UPON WHOM PROCESS MAY BE SERVED

WITNESSETH:

That JOYA MEDICAL WHOLESALER, INC.,
desiring to organize under the laws of the State of Florida,
which will have its principal office in the County of Dade,
State of Florida, has appointed Maria E. Joya Martinez
State of Florida, as its agent to accept service of process
within this state.

ACKNOWLEDGMENT:

Having been named by the first Board of Directors
of Joya Medical Wholesaler, Inc., to accept
service of process for the above stated corporation, at the
place designated in this certificate, I hereby agree to act
in the capacity of Registered Agent for said corporation,
and agree to comply with the applicable provisions of the
Florida Statutes, this 9th Day of April, 1996.


Registered Agent

FILED
96 APR 11 AM 9:20
SECRETARY OF STATE
TALLAHASSEE, FLORIDA