

P96000041388
LAW OFFICE
of
KARLEEN A. GRANT

3/15/96
12:31 PM
MAY 15 1996

May 2, 1996

Documents Examiner
New Filings Section
Division of Corporations
Department of State
P.O. Box 6327
Tallahassee, FL 32301

600001815806
-05/09/96--01117--016
*****70.00 *****70.00

RE: AMBUFUSE, INC.

Dear Sir or Madam:

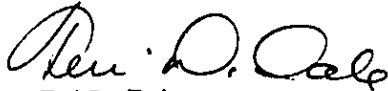
Enclosed please find the original and one copy of the Articles of Incorporation for the above-referenced company. Please file the original, time-stamp the copy, and return the time-stamped copy to the undersigned.

I am also enclosing a check in the amount of \$70.00 to cover the following:

Filing Fee:	\$35.00
Registered Agent Designation:	\$35.00

Thank you for your cooperation in this matter.

Sincerely,


Teri D. Dale
Legal Assistant

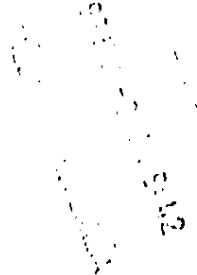
5/15/96
TD

:td
Enclosures

ARTICLES OF INCORPORATION

of

AMBUFUSE, INC.



THE UNDERSIGNED SUBSCRIBER to these Articles of Incorporation, being a natural person competent to contract, hereby forms this corporation under the laws of the State of Florida.

FIRST: The name of this corporation shall be **AMBUFUSE, INC.**

SECOND: This corporation may engage in any activity or business permitted under the laws of the United States and under the State of Florida, and this corporation is authorized to conduct all such activities and business in the corporate name.

THIRD: The maximum shares of stock that this corporation is authorized to have outstanding at any one time is One Thousand (1,000) shares of common stock, each having a par value of One Dollar (\$1.00) per share.

FOURTH: The name and address of the undersigned subscriber to these Articles of Incorporation is as follows:

NAME	ADDRESS
GIDEON K. McCAIN	6285 SW 72nd Street, Suite 100 Miami, Florida 33143

FIFTH: The above named subscriber, address as indicated, shall be the director of this corporation until his successor is elected. This corporation shall have not less than one (1) nor more than five (5) directors.

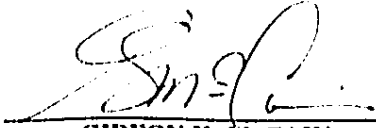
SIXTH: The street address of the initial registered office of this corporation is 6285 SW 72nd Street, Suite 100, Miami, Florida 33143, and the name of its Registered Agent at such address is GIDEON K. McCAIN.

SEVENTH: The principal office of the corporation shall be 6285 SW 72nd Street, Suite 100, Miami, Florida 33143.

EIGHTH: The duration of the corporation is perpetual.

NINTH: These Articles of Incorporation may be amended in the manner provided by Florida law.

IN WITNESS WHEREOF, the undersigned has hereunto subscribed to these Articles of Incorporation, this 7th day of May, 1996.


GIDEON K. McCAIN

STATE OF FLORIDA)
)
COUNTY OF DADE)

The foregoing instrument was acknowledged before me this 7th day of May, 1996, 1996, by **GIDEON K. McCAIN**, who is personally known to me or who produced Florida Drivers License as identification.

My Commission Expires:


NOTARY-PUBLIC - State of Florida

Patricia Cordoba
Print Name:

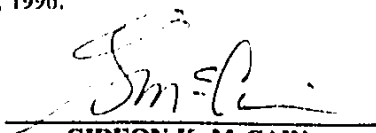


**CERTIFICATE DESIGNATING PLACE OF BUSINESS OR DOMICILE
FOR THE SERVICE OF PROCESS WITHIN THIS STATE, NAMING
AGENT UPON WHOM PROCESS MAY BE SERVED**

Pursuant to Chapter 48.091, Florida Statutes, the following is submitted, in compliance with said Act:

That **AMBUFUSE, INC.**, desiring to organize under the laws of the State of Florida, with its principal office, as indicated in the Articles of Incorporation, at Miami, County of Dade, State of Florida, has named **GIDEON K. McCAIN**, whose address is 6285 SW 72nd Street, Suite 100, Miami, County of Dade, State of Florida, as its Agent to accept service of process within this State.

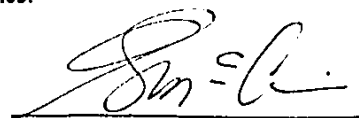
DATED: May 7TH, 1996.



GIDEON K. McCAIN

ACKNOWLEDGMENT

Having been named to accept service of process for the above state corporation, at the place designated in this certificate, I **HEREBY ACCEPT** to act in this capacity, and agree to comply with the provisions of said Act relative to keeping open said office.



GIDEON K. McCAIN
Registered Agent