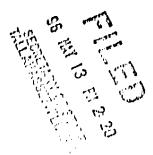
P960000 42807

TRANSMITTAL LETTER

Department of State Division of Corporations P. O. Box 6327 Tallahassee, FL 32314



SUBJECT: <u>piproM</u> (Pr	od. Inc. of opposed corporate n	North America same - must include suff	ix)	≥47117117117113142 05/15/96—011 +****78,75 ×				
Enclosed is an original and one (1) copy of the articles of incorporation and a check								
for : \$70.00 Filing Fae	\$78.75 Filing Fee & Certificate	#122.50 Filing Fee & Certified Copy Additional Copy	\$131.25 Filing Fee, Certified Copy & Certificate Required	!				
FROM: Ann Winter Name (printed or typed)								
2381 Roberta Lane								
Address								
		ater, Florida	34624					
City, State & Zip								
	(813)	531-9359						

N. HENDRICKS MAY 2 0 1996

NOTE: Please provide the original and one copy of the articles.

Daytime Telephone number

ARTICLES OF INCORPORATION

The undersigned incorporator(s), for the purpose of forming a corporation under the Florida Business Corporation Act, hereby adopt(s) the following Articles of Incorporation.

ARTICLE I NAME

The name of the corporation shall be:

DiProMed, Inc. of North America

ARTICLE II PRINCIPAL OFFICE

The principal place of business and mailing address of this corporation shall be:

2381 Roberta Lane Clearwater, FL 34624

P. O. Box 88 Clearwater, FL 34617

ARTICLE III SHARES

The number of shares of stock that this corporation is authorized to have outstanding at any one time is:

one million shares

ARTICLE IV INITIAL REGISTERED AGENT AND STREET ADDRESS

The name and address of the initial registered agent is:

Ann Winter 2381 Roberta Lane Clearwater, FL 34624

ARTICLE V INCORPORATOR(S)

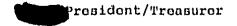
See instructions for officers/directors

The name(s) and street address(es) of the incorporator(s) to these Articles of incorporation is(are):

Ronald H. Winter CEO 2381 Roberta Lano Clearwater, FL 34624

Ann Winter Vice President/Secretary 2381 Roberta Lane Clearwater, FL 34624

Charles Gontry 2242 Buena Vista Drivo Clearwater, FL 34624



The undersigned incorporator(s) has(have) executed these Articles of Incorporation this						
(An additional article must be added if an effective date is requested.)						
Signature						
Signature						
Signature						

Notarization is not required

NOTE: Affixing an officer title after a signature of an incorporator does not constitute the designation of officers.

CERTIFICATE OF DESIGNATION OF REGISTERED AGENT/REGISTERED OFFICE

PURSUANT TO THE PROVISIONS OF SECTION 607.0501, FLORIDA STATUTES, THE UNDERSIGNED CORPORATION, ORGANIZED UNDER THE LAWS OF THE STATE OF FLORIDA, SUBMITS THE FOLLOWING STATEMENT IN DESIGNATING THE REGISTERED OFFICE/REGISTERED AGENT, IN THE STATE OF FLORIDA.

4. The mane of the f	Sothorurion in	DIPEON	in Inc	
	***	of Nort	h America	
2. The name and ac	ldress of the registe	ered agent and office	is:	ELS SS WITT
	Ann	Winter		The same of the sa
		(NAME)		100 m
	2381	Roberta Lane		
	(P.O. Box	or Mail Drop Box NOT	ACCEPTABLE)	10 P. 70
	Clearw	ater, FL 3462	4	•
		(CITY/STATE/ZIP)		
corporation at the pagent and agree to	place designated in act in this capacity or and complete per	this certificate, I he D. I further agree to rformance of my dut	service of process foreby accept the appoint comply with the provides, and I am familiar	iment as registered sions of all statutes
- an	Winter (SIGNATURE)	— May 9 (DATE)	, 1996