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TAMPA, FL 33604
TEL: (813) 222-1111
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ACCOUNT NO. : 072100000032

REFERENCE : 960919 82767A

AUTHORIZATION :

COST LIMIT : \$ PPD

ORDER DATE : May 21, 1996

ORDER TIME : 10:02 AM

ORDER NO. : 960919

CUSTOMER NO: 82767A

CUSTOMER: Ms. Fredda Fierro
PAUL M. BLOOMGARDEN, PA

Suite 100a
8551 W. Sunrise Boulevard
Ft. Lauderdale, FL 33322

4000001882834
-05/21/96--01108--013
***122.50 ***122.50

RECEIVED
CSC NETWORKS
MAY 21 1996
PM 1:21

DOMESTIC FILING

NAME: HILLS MEDICAL SUPPLIES, INC.

EFFECTIVE DATE:

XX ARTICLES OF INCORPORATION
 CERTIFICATE OF LIMITED PARTNERSHIP

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

XX CERTIFIED COPY
 PLAIN STAMPED COPY
 CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Jennifer Moran

EXAMINER'S INITIALS:

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MAY 21 1996
PM 11:08

5/21/96

ARTICLES OF INCORPORATION
OF
HILLS MEDICAL SUPPLIES, INC.

FILED
CLERK OF DISTRICT COURT
JULY 21 1966
96 MAY 21 PM 1:27

ARTICLE I - NAME

The name of this Corporation is HILLS MEDICAL SUPPLIES, INC.

ARTICLE II - DURATION

This Corporation shall have perpetual existence commencing upon filing of these Articles.

ARTICLE III - PURPOSE

This Corporation is organized for the following purposes:

A. To engage generally in the import, export, wholesale and retail business of medical supplies, and to do and engage in all activities directly and indirectly adviseable for the general purposes of the corporation.

B. To have and to exercise all the powers now or hereafter conferred by the laws of the State of Florida upon corporations organized pursuant to the laws under which this Corporation is organized and any and all acts amendatory thereof and supplemental thereto.

ARTICLE IV - CAPITAL STOCK

This Corporation is authorized to issue 1,000 shares of One (\$1.00) Dollar par value common stock.

ARTICLE V - PREEMPTIVE RIGHTS

Every shareholder, upon the sale for cash of any new stock of this Corporation of the same kind, class or series as that which he already holds, shall have the right to purchase his pro rata share thereof (as nearly as may be done without issuance of fractional shares) at the price at which it is offered to others.

ARTICLE VI - INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial registered office of this Corporation is Paul M. Bloomgarden, P.A., Suite 100A, 8551 West Sunrise Boulevard, Fort Lauderdale, Florida 33322 and the name of the initial registered agent of this corporation at that address is Paul M. Bloomgarden.

ARTICLE VII - INITIAL MAILING ADDRESS

The initial mailing address of this corporation is:

3463 Spring Bluff Place
Lauderhill, FL 33319

ARTICLE VIII - 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. The name and address of the initial director of this Corporation is:

Rose-Helene Richer
3463 Spring Bluff Place
Lauderhill, FL 33319

ARTICLE IX - INCORPORATOR

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

Fredda Fierro
8551 W. Sunrise Blvd., #100A
Ft. Lauderdale, FL 33322

ARTICLE X - INDEMNIFICATION

This Corporation shall indemnify any officer or director, or any former officer or director, to the full extent permitted by law.

ARTICLE XI - AMENDMENT


This Corporation reserves the right to amend or repeal any provisions contained in these Articles of Incorporation, or any amendment hereto, and any right conferred upon the shareholders are subject to this reservation.

IN WITNESS WHEREOF, the undersigned Incorporator executed these Articles of Incorporation this 20th day of May, 1996.

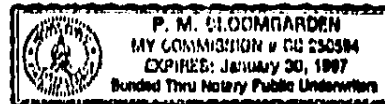

FREDDA FIERRO, Incorporator

STATE OF FLORIDA)
 ss
COUNTY OF BROWARD)

The foregoing instrument was acknowledged before me this
7th day of May, 1996 by FREDDA FIERRO who is personally known
to me or who has produced her Florida drivers license as
identification and who did take an oath.



Notary Public



DESIGNATION OF REGISTERED AGENT

FOR

HILLS MEDICAL SUPPLIES, INC.

FLORIDA
DEPARTMENT OF STATE
CORPORATION
96 MAY 21 PM 1:27

In compliance with Section 48.091, Florida Statutes, HILLS MEDICAL SUPPLIES, INC. desiring to organize and qualify under the laws of the State of Florida, hereby names PAUL M. BLOOMGARDEN located at 8551 W. Sunrise Boulevard, Suite 100A, Ft. Lauderdale, Florida 33322 as its agent to accept service of process within Florida.

DATED: May 20, 1996



FREDDA FIERRO, Incorporator

ACCEPTANCE

Having been named to accept service of process for the above named Corporation, at the place designated in this Certificate, I hereby agree to act in this capacity, and I further agree to comply with the provisions of all statutes relative to the proper and complete performance of my duties.

DATED: May 20, 1996



PAUL M. BLOOMGARDEN, Registered Agent