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LEGAL & FINANCIAL SERVICES

ACCOUNT NO. : 072100000032

REFERENCE : 981647 5773A

AUTHORIZATION :

COST LIMIT : \$.122.50

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96 JUN 10 PM 1:14

DIVISION OF CORPORATION

ORDER DATE : June 10, 1996

ORDER TIME : 11:45 AM

ORDER NO. : 981647

CUSTOMER NO: 5773A

CUSTOMER: Philip M. Berman, Esq
PHILIP M. BERMAN, ESQ

2424 N.e. 22nd Street

Pompano Beach, FL 33062-3099

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DOMESTIC FILING

NAME: A.M.P. MEDICAL, 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: Sheila R. Pittard

EXAMINER'S INITIALS:

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
96 JUN 10 AM 9:15

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96 JUN 10 PM 2:17
DIVISION OF CORPORATIONS

gf 6/11/96

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS

96 JUN 10 AM 9:15

ARTICLES OF INCORPORATION

OF

A.M.P. MEDICAL, INC.

The undersigned Subscriber to these Articles of Incorporation, a natural person, competent to contract, hereby forms a corporation under the laws of the State of Florida.

ARTICLE I

The name of the corporation is:

A.M.P. MEDICAL, INC.

ARTICLE II

The general nature of the business to be transacted by this corporation is:

The corporation may engage in any activity or business permitted under the laws of the United States and of the State of Florida.

ARTICLE III

The maximum number of shares of stock that this corporation is authorized to have outstanding at any time is sixty shares of common stock, having no par value.

ARTICLE IV

The amount of capital with which this corporation will begin business is Five Hundred (\$500.00) Dollars.

ARTICLE V

The initial post office address of the principal office of this corporation, in the State of Florida, is:

18 N.E. 2nd Avenue
Deerfield Beach, Florida 33441.

ARTICLE VI

The initial Registered Agent for the corporation is:

PHILIP M. BERMAN
Attorney at Law
2424 N. E. 22nd Street
Pompano Beach, Florida 33062
(305)781-8000.

ARTICLE VII

The stockholders may from time to time move the principal office of this corporation to any other address in Florida.

ARTICLE VIII

This corporation shall have at least one director initially, but the number of directors may be increased from time to time, by By-Laws adopted by the stockholders but shall never be less than one.

ARTICLE IX

The name and post office address of the first board

of directors and officers is:

NAME:

ADDRESS AND OFFICE:

ANDREW PIASCIK

1545 S.E. 14th Street
Deerfield Beach, FL 33441
President, Secretary,
Treasurer and Director.

ARTICLE X

These Articles of Incorporation may be amended in manner provided by law. Every amendment shall be approved by the board of directors, proposed by them to the stockholders, and approved at a stockholder's meeting, by a majority of the stock entitled to vote thereon.


ANDREW PIASCIK

STATE OF FLORIDA
COUNTY OF BROWARD

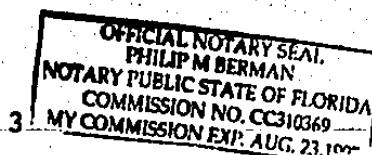
I HEREBY CERTIFY that on this day, before me, a Notary Public, duly authorized in the State and County named above, to take acknowledgments, personally appeared ANDREW PIASCIK as Subscriber, and who executed the foregoing Articles of Incorporation, and who acknowledged before me that same subscribed to these Articles of Incorporation.

WITNESS my hand and official seal in the State and County named above, this 6th day of June, 1996.


NOTARY PUBLIC
State of Florida

My Commission Expires:

Personally Known
AMP/ZZ



FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS

96 JUN 10 AM 9:15

CERTIFICATE OF RESIDENT AGENT

IN PURSUANCE OF CHAPTER 48.091, FLORIDA STATUTES, THE
FOLLOWING IS SUBMITTED, IN COMPLIANCE WITH SAID ACT;

FIRST; That, A.M.P. MEDICAL, INC. desiring to
organize under the laws of the State of Florida, with its
principal place of business as indicated in the Articles
of Incorporation in the County of Broward, and State of
Florida, has named:

PHILIP M. BERMAN
Attorney at Law
2424 N. E. 22nd Street
Pompano Beach, Florida 33062
(305)781-8000.

as its agent to accept service of process within this
State.

ACKNOWLEDGMENT:

Having been made to accept service of process for the
above stated corporation, at 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.


PHILIP M. BERMAN