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WALZER & ASSOCIATES, INC.
A Professional Accounting Firm
8507 Forest City Road
Orlando, Florida 32810
(407) 299-1040 FAX (407) 298-3849

JULY 12, 1996

SECRETARY OF STATE
Division of Corporations
P.O. Box 6327
Tallahassee, Florida 32314

RE: T & M MEDICAL SUPPLIES, INC.

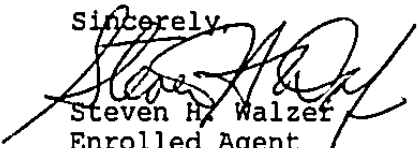
Dear Sir:

100001896821
-07/17/96--01060--017
***122.50 ***122.50

Enclosed please find the Articles of Incorporation and Certificate designating place of business and registered agent with regard to the above-referenced company. This is a new, for-profit corporation doing business in the State of Florida. It is my understanding that the filing fee is \$35.00, the registered agent fee is \$35.00, and the fee for obtaining a certified copy of the Articles of Incorporation is \$52.50. Therefore, I am enclosing a check in the amount of \$122.50 to cover these costs.

Thank you in advance for your assistance in this matter, and should you have any questions or if I can provide you with any additional information, please do not hesitate to contact me.

Sincerely,


Steven H. Walzer
Enrolled Agent

SHW/ks
Enclosures

FILED
96 JUL 17 PM 2:38
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLES OF INCORPORATION

OF

T & M MEDICAL SUPPLIES, INC.

FILED

96 JUL 17 PM 2:40

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLE I - NAME

The name of this Corporation is T & M MEDICAL SUPPLIES, INC. the address is 703 Wilson Road, Winter Springs, Florida 32708.

ARTICLE II - DURATION

This Corporation shall commence its existence on the 12TH day of JULY, 1996 with the filing of these Articles with the Secretary of State.

ARTICLE III - PURPOSE

This Corporation may engage in or transact any or all lawful activities or businesses permitted under the laws of the United States, the state of Florida, or any other state, country, territory, or nation.

ARTICLE IV - CAPITAL STOCK

This Corporation is authorized to issue One Thousand (1000) shares of One Dollar (\$ 1.00) par value common stock which shall be designated "Common Shares".

ARTICLE V - INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial registered office of this Corporation is 703 Wilson Road, Winter Springs, Florida and the name of the initial registered agent of this Corporation at that address is MICHAEL CANNAVINO.

ARTICLE VI - INITIAL BOARD OF DIRECTORS

This Corporation shall have two (2) directors initially. The number of directors may be either increased or decreased from time to time by the By-Laws but shall never be less than one (1). The names and addresses of the initial directors of this Corporation are:

MICHAEL CANNAVINO
President
703 Wilson Road
Winter Springs, Florida 32708

TINA M. CANNAVINO
Secretary/Treasurer
703 Wilson Road
Winter Springs, Florida 32708

The names and addresses of the person signing these Articles is:

MICHAEL CANNAVINO
President
703 Wilson Road
Winter Springs, Florida 32708

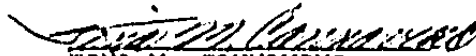
TINA M. CANNAVINO
Secretary/Treasurer
703 Wilson Road
Winter Springs, Florida 32708

ARTICLE VII - AMENDMENT

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

IN WITNESS WHEREOF, the undersigned subscribers have executed these Articles of Incorporation on this 12 day of JULY, 1996.


MICHAEL CANNAVINO


TINA M. CANNAVINO

ACKNOWLEDGMENT

STATE OF FLORIDA

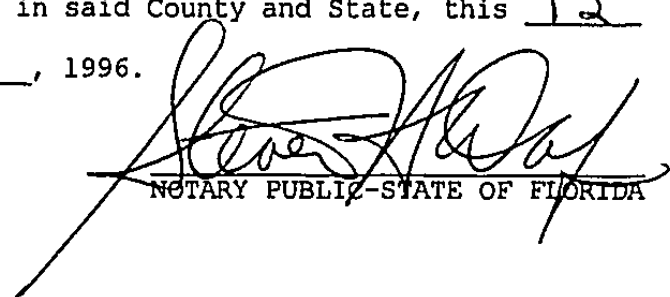
COUNTY OF ORANGE

I HEREBY CERTIFY that on this 12 day of JULY, 1996, personally appeared before me, the undersigned officers duly authorized to administer oaths and take acknowledgments, MICHAEL CANNAVINO and TINA M. CANNAVINO, well known and known to be the persons who executed the foregoing Articles of Incorporation, T & M MEDICAL SUPPLIES, INC. and they acknowledged that they signed and executed the same for the purpose therein stated.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed my official seal at Orlando, in said County and State, this 12 day of JULY, 1996.



STEVEN H. WALZER
My Commission CC555980
Expires Jul. 12, 2000


NOTARY PUBLIC-STATE OF FLORIDA

CERTIFICATE DESIGNATING PLACE OF BUSINESS OF DOMICILE FOR THE SERVICE OF PROCESS WITHIN FLORIDA, NAMING AGENT UPON WHOM PROCESS MAY BE SERVED.

IN COMPLIANCE with Section 48.091 of the Florida Statutes, the following is submitted:

First that T & M MEDICAL SUPPLIES, INC. desiring to organize or qualify under the Laws of the State of Florida, its principal place of business in the City of Winter Springs, Florida has named MICHAEL CANNAVINO, 703 Wilson Road, Winter Springs, Florida as its agent to accept service process within Florida.

Michael Cannavino
MICHAEL CANNAVINO

Date: 7/12/96

Tina M. Cannavino
TINA M. CANNAVINO

Date: 7/12/96

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.

Michael Cannavino
MICHAEL CANNAVINO

Date: 7/12/96

FILED
96 JUL 17 PM 2:40
TALLAHASSEE, FLORIDA
SECRETARY OF STATE

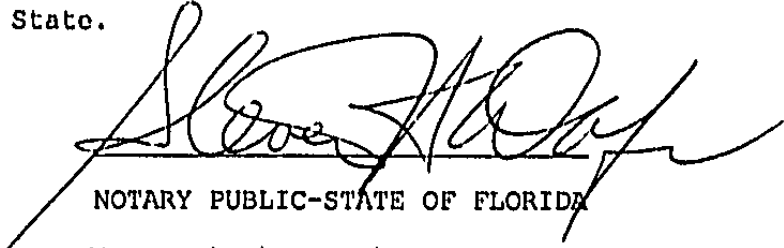
STATE OF FLORIDA

COUNTY OF ORANGE

SWORN TO AND SUBSCRIBED before me this 12 day of JULY,
1996, in said County and State.



STEVEN H. WALZER
My Commission CC555400
Expires Jul. 12, 2000


NOTARY PUBLIC-STATE OF FLORIDA

My Commission Expires:

7/12/2000