

00/01/1996 15

9544734907

LEARNER & KLISTON PA

PAGE 01

9544734907

DIVISION OF
CORPORATIONS

FLORIDA DIVISION OF CORPORATIONS

PUBLIC ACCESS SYSTEM

((H96000010694)))

ELECTRONIC FILING COVER SHEET

TO: DIVISION OF CORPORATIONS

FROM: TODD W. KLISTON, ESQ.

DEPARTMENT OF STATE

8211 W BROWARD BLVD

STATE OF FLORIDA

SUITE 375

409 EAST GAINES STREET

PLANTATION FL 33324-

TALLAHASSEE, FL 32399

CONTACT: TODD W KLISTON

FAX: (904) 922-4000

PHONE: (305) 473-4900

FAX: (305) 473-4907

((H96000010694)))

DOCUMENT TYPE: FLORIDA PROFIT CORPORATION

OR P.A.

NAME: ASTROPATH, INC.

FAX AUDIT NUMBER: H96000010694

CURRENT STATUS: REQUESTED

DATE REQUESTED: 08/01/1996

TIME REQUESTED: 14:39:35

CERTIFIED COPIES: 0

CERTIFICATE OF STATUS: 0

NUMBER OF PAGES: 9

METHOD OF DELIVERY: FAX/MAIL

ESTIMATED CHARGE: \$70.00

ACCOUNT NUMBER:

075221000013

Note: Please print this page and use it as a cover sheet when submitting

documents to the Division of Corporations. Your document cannot be processed

without the information contained on this page. Remember to type the Fax Audit

number on the top and bottom of all pages of the document.

((H96000010694)))

** ENTER 'M' FOR MENU. **

ENTER SELECTION AND <CR>:

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

56 AUG - 1 PM 4:30

FILED

No copy

[Signature]

SECTION OF CORPORATIONS

56 AUG - 1 PM 3:25

RECEIVED

FAX AUDIT # H96000010694

**ARTICLE OF INCORPORATION
OF
ASTROPATH, INC.**

FILED
96 AUG -1 PM 4:30
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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

ARTICLE I

CORPORATE NAME

The name of the corporation is ASTROPATH, INC.

ARTICLE II

NATURE OF BUSINESS

The corporation may transact any lawful business for which corporations may be incorporated under the Florida Business Corporations Act.

ARTICLE III

CAPITAL STOCK

The maximum number of shares of stock that this corporation is authorized to have outstanding at any one time is One Thousand (1,000) shares of common stock. The consideration paid for each share shall be fixed by the Board of Directors from time to time.

Todd W. Kliston, Esq.
8211 W. Broward Blvd., Suite 375
Plantation, Florida 33324
Florida Bar # 163001

FAX AUDIT # H96000010694

FAX AUDIT # H06000010694

ARTICLE IV

CERTIFICATES

Shares of the corporation must be evidenced by the issuance of certificates. The form and content of the certificates shall be as prescribed by Florida Law.

ARTICLE V

ADDRESS

The initial street address of the principal office of this corporation is 100 S.W. 130th Terrace, #C403, Pembroke Pines, Florida 33027.

ARTICLE VI

TERM OF EXISTENCE

This corporation is to exist perpetually.

ARTICLE VII

INDEMNIFICATION

Each director, stockholder and officer, in consideration for his services, shall, in the absence of fraud, be indemnified, whether then in office or not, for the reasonable cost and expenses incurred by him in connection with the defense of, or for advice concerning any claim asserted or proceeding brought against him by reason of his being or having been a director, stockholder or officer of the corporation or of any subsidiary of the corporation, whether or not wholly owned, to the maximum extent permitted by law. The foregoing right of indemnification shall be inclusive of any other rights to which any director, stockholder or officer may be entitled as a matter of law.

FAX AUDIT # H96000010694

FAX AUDIT # 1196000010694

ARTICLE VIII

INITIAL DIRECTOR

The name and address of the Initial Director who shall hold office until his successor is elected and has qualified is:

Leonard Berman

100 S.W. 130 Terrace, #C403
Pembroke Pines, Florida 33027

ARTICLE IX

INCORPORATOR

The name and address of the incorporator of these Articles of Incorporation is as follows:

NAME
Todd W. Kliston

ADDRESS
8211 West Broward Boulevard, Suite 375
Plantation, Florida 33324

ARTICLE X

REGISTERED OFFICE & REGISTERED AGENT

The street address of the corporation's initial registered agent is 100 S.W. 130 Terrace, #C403, Pembroke Pines, Florida 33027 and the name of the initial registered agent at that office is Leonard Berman.

ARTICLE XI

EFFECTIVE DATE

The initial date of incorporation shall be effective on the date this document is filed as evidenced by the department of State's date and time endorsement on the original document.

FAX AUDIT # H96000010694

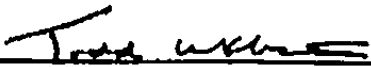
FAX AUDIT # H96000010694

ARTICLE XII

AMENDMENT

These Articles of Incorporation may be amended in the manner provided by Florida
Law.

Date: 8/1/96


Todd W. Kliston

FAX AUDIT # H96000010694

FAX AUDIT # H96000010694

ACCEPTANCE OF APPOINTMENT AS REGISTERED AGENT

IN COMPLIANCE WITH SECTION 607.0403, FLORIDA STATUTES, THE
FOLLOWING IS SUBMITTED:

FIRST-- ASTROPATH, INC.
(NAME OF CORPORATION)

DESIRING TO ORGANIZE OR QUALIFY UNDER THE LAWS OF THE STATE OF
FLORIDA, WITH ITS PRINCIPAL PLACE OF BUSINESS AT CITY OF
PEMBROKE PINES, STATE OF Florida, HAS
(CITY) (STATE)

NAMED LEONARD BERMAN, LOCATED AT
(NAME OF REGISTERED AGENT) (STREET ADDRESS)

100 SW 130 TERRACE # C403
(POST OFFICE BOXES ARE NOT ACCEPTABLE)

CITY OF PEMBROKE PINES, STATE OF FLORIDA, AS ITS AGENT
TO ACCEPT SERVICE OF PROCESS WITHIN FLORIDA.

HAVING BEEN NAMED TO ACCEPT SERVICE OF PROCESS FOR THE
ABOVE STATED CORPORATION, AT THE PLACE DESIGNATED IN THIS
CERTIFICATE, I HEREBY STATE THAT I AM FAMILIAR WITH, AND ACCEPT THE
OBLIGATIONS OF THIS POSITION

SIGNATURE Leonard Berman
(REGISTERED AGENT)

DATE 8/01/96

FAX AUDIT # H96000010694

FILED
96 AUG - 1 PM 4:30
SECRETARY OF STATE
TALLAHASSEE, FLORIDA