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Examiner's Initials
SN AUC 2 1 1996



1451 SW 1st Street Suite 105 Miami, FL 33135

PHONE 305 649-3236

August 19, 1996

To: Secretary of State

Let the following serve as my writen statement in which I Julia B. Perez directing officer of Ultra Medical Services, Inc. allow Alvaro Orosco to use the aboved mentioned corporate name for his own purposes.

Thank you.

B. Perez

OS AUG 21 PH 1:53

August 19, 1996

Aug 19,96

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

Re: ULTRA MEDICAL SERVICES INC.

# ARTICLES OF INCORPORATION Principal Office

# 12855 SW 136 AVENUE SUITE S-210 MIAMI, FL. 33186

The undersigned, in order to form a corporation for the purposes hereinafter stated, by and under the provisions of the statues of the State of Florida, do hereby subscribe to these articles of incorporation.

Articles I - NAME
The name of this corporation is

#### ULTRA MEDICAL SERVICES INC.

## **ARTICLES II - DURATION**

This corporation shall have perpetual existence. The corporation existence commences at the date of the execution 19th day of August 1996.

#### ARTICLES III - PURPOSE

This corporation is organized for the following purposes:

a) Of transacting any or all business permitted under the lows of the United States of America and the laws of the State of Florida.

- b) To Purchase, sell, lease, operate, own, hold, transfer, convey, mortgage, or otherwise encumber, trade, exchange and generally deal in real estate and personal property of every kind, nature and description wheresoever property located, both tangible and intangible and including chooses in action, either as owner, broker, agent, or factor.
- c) In the purchase or acquisition of property, business right of franchise, or for additional working capital, or for any other objective on or about its business affair and without limit as to amount, to incur debts and to raise, borrow and secure the payment of money in any lawful manner, including the issues and sale or other DISPOSITION of bonus, evidence of indebtedness, whether secured y mortgage pledge, deed of trust or otherwise. The corporation might issue its stock for any lawful purpose, including the acquisition of any other entity.
- d) To engage in any or all lawful activity and to: institute, participate in and promote and commercial, mercantile, financial and industrial enterprise and operations, and for the purpose of transacting any or all lawful business.

#### ARTICLE IV - POWER

This corporation is authorized to issue <u>500</u> shares of \$ 1.00 each common stock which shall be designated "Common Shares".

#### ARTICLE V - PREEMPTIVE RIGHTS

Every shareholder, upon the sale for eash of any new stock of this corporation shall have the right to purchase his prorate share thereof (as nearly as may be done without issuance of traction shares) at the price asst. which it is offered to others.

ARTICLES VII - INITIAL REGISTERED OFFICE AND AGENT

ALVARO OROZCO

12855 SW 136 AVENUE SUITE S-210 MIAMI, FL. 33186

#### ARTICLES VIII - INITIAL BOARD OF DIRECTORS

This corporation shall have 1 director (s) initially. The numbers of director (s) may be either increased or diminished from time to time by the laws.

The names and addresses of the initial director (s) of this corporation until the first annual meeting of shareholders or until their successors are elected and qualify (es).

ALVARO OROZCO

12855 SW 136 AVENUE SUITE S-210 MIAMI, FL. 33186

#### ARTICLE IX - INCORPORATOR

The name (s) and address (es) of the person (s) signing these articles (is) are:

ALVARO OROZCO

12855 SW 136 AVENUE SUITE S-210 MIAMI, FL. 33186

Signature Unarco Orongo (INCORPORATOR)
Title President

Date August 19, 1996

#### ARTICLES X - AMENDMENT

This corporation reserves the right to amend or repeal any provisions contained in these articles of incorporation, or at any amendment hereto, and any rights conferred upon the shareholders is SUBJECT to this reservation.

The name and address of the INNCORPORATOR is:

ALVARO OROZCO

12855 SW 136 AVENUE SUITE S-210 MIAMI, FL. 33186

### CERTIFICATE OF DESIGNATION REGISTERED AGENT/REGISTERED OFFICE

Pursuant to the provisions of section 607.0501, Florida Status, the undersigned corporation, organized under the laws of the State of Florida, submits the following statement designating the register office/ registered agent, in the state of Florida.

1. The name of the corporation is:

#### ULTRA MEDICAL SERVICES INC.

2. The name and address of the registered agent and office is:

ALVARO OROZCO

12855 SW 136 AVENUE **SUITE S-210** MIAMI, FL. 33186

HAVING BEEN NAMED TO ACCEPT SERVICE OF PROCESS FOR THE ABOVE STATED CORPORATION AT THE PLACE DESIGNATED IN THE FOREGOING ARTICLES OF INCORPORATION, I HEREBY AGREE TO ACT IN THIS CAPACITY, AND FURTHER AGREE TO COMP; Y WITH THE PROVISIONS OF ALL STATUS RELATED TO THE PROPER AND COMPLETE PERFORMANCE OF DUTIES.

DATE <u>August 19, 1996</u>

SIGNATURE Alvaro Truzco (Register Agent)