

8

996000071062

PUBLIC ACCESS SYSTEM
 ELECTRONIC FILING COVER SHEET
 TO: DIVISION OF CORPORATIONS FROM: EMPIRE CORPORATE KIT COMPANY
 DEPARTMENT OF STATE 1402 W FLAGLER ST
 STATE OF FLORIDA SUITE 200
 409 EAST GAINES STREET MIAMI FL 33135-000
 TALLAHASSEE, FL 32399 CONTACT: RAY STORMONT
 PHONE: (305) 541-3094
 FAX: (904) 922-4000 FAX: (305) 541-3770

(((H96000011910))) DOCUMENT TYPE: FLORIDA PROFIT CORPORATION OR P.A.
 NAME: VIRTUAL MED, INC.
 FAX AUDIT NUMBER: H96000011910 CURRENT STATUS: REQUESTED
 DATE REQUESTED: 08/26/1996 TIME REQUESTED: 13:30:26
 CERTIFIED COPIES: 1 CERTIFICATE OF STATUS: 0
 NUMBER OF PAGES: 4 METHOD OF DELIVERY: FAX
 ESTIMATED CHARGE: \$122.50 ACCOUNT NUMBER: 072450003256

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.

(((H96000011910)))
 ** ENTER 'M' FOR MENU. **
 ENTER SELECTION AND <CR>: M
 Help F1 Option Menu F2

NUM CAPS Connect: 00:04:1

FILED
 96 AUG 26 PM 5:48
 SECRETARY OF STATE
 TALLAHASSEE, FLORIDA

RECEIVED
 AUG 26 PM 2:50
 DIVISION OF CORPORATIONS

8/27

FILED
96 26 PM 5:49
SECRETARY OF STATE
ALLAHSEE, FI 0910

ARTICLES OF INCORPORATION
OF
VIRTUAL MED, INC.

We, the undersigned, hereby associate ourselves together for the purpose of becoming a corporation under the laws of the State of Florida, and do hereby adopt the following Articles of Incorporation.

ARTICLE I

The name of the corporation shall be VIRTUAL MED, INC.

ARTICLE II

The nature of the business shall be to do all and everything necessary and proper for the accomplishment of any object enumerated in the Articles of Incorporation or any amendment thereof or necessary or incidental to the protection and benefit of the Corporation, and, in general, to carry on any lawful business permitted by the Statutes of the State of Florida.

ARTICLE III

The maximum number of shares of stock that this corporation is authorized to have outstanding at any one time is 100 shares of stock at \$.50 par value each.

ARTICLE IV

The amount of capital with which this corporation will begin business shall be an amount not less than Five Hundred Dollars (\$500.00).

ARTICLE V

The existence of this corporation shall begin on date of filing with the Secretary of State and continue perpetually thereafter.

Baron & Cliff
11077 Biscayne Blvd. # 307
Miami, FL 33161
(305) 893-2535 Richard Baron, Esq.
FBN. 178675

0161100009147

0161100009147

01511000091510
496000091510

ARTICLE VI

The post office address of the principal office of this corporation shall be 11077 Biscayne Blvd., Suite 307, Miami, Florida 33161.

ARTICLE VII

The number of directors of this corporation shall not be less than one (1) member initially. The number may be increased from time to time, but never be more than three (3).

ARTICLE VIII

The name and street address of each member of the first Board of Directors, who, subject to the provisions of the By-Laws and these Articles of Incorporation, shall hold office for the first year of the Corporation's existence or until his/her successor is elected and has qualified, are as follows:

BERND WOLLSCHLAEGER 11077 BISCAYNE BLVD, SUITE 307,
MIAMI, FLORIDA 33161

ARTICLE IX

The name and address of the Subscriber(s) to these Articles of Incorporation:

Richard Baron, 11077 Biscayne Blvd., Miami, Florida
33161

ARTICLE X

The management and control of the business of the Corporation shall be conducted under the direction of the Board of Directors by the following officers who shall be elected by the Board of Directors, to wit: A president, one or more vice presidents, a treasurer and a secretary, and one or more assistant secretaries,

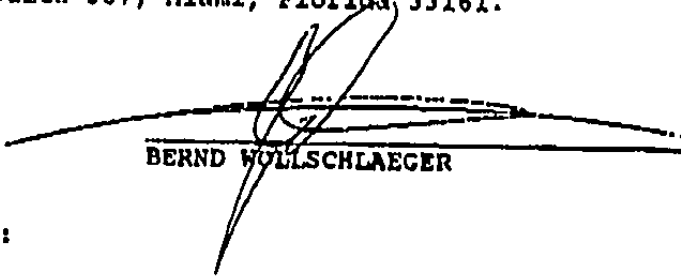
01511000091510
496000091510

1191000011910

provided that any one or more of said offices may be held by the secretary or assistant secretary of the Corporation.

ARTICLE XI

The name and street address of the initial registered agent of this Corporation is: Richard Baron, Esq., Baron & Cliff, 11077 Biscayne Boulevard, Suite 307, Miami, Florida, 33161.

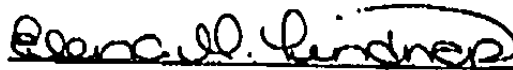

BERND WOLLSCHLAEGER

STATE OF FLORIDA)
) SS:
COUNTY OF DADE)

The foregoing instrument was acknowledged before me this 21st day of August, 1996, by, who (✓) is personally known to me or () who produced a Florida drivers license as identification, and who () did or () did not take an oath.

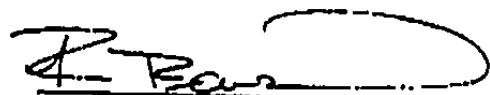


ELENA M. LINDNER
My Comm. Exp 1/29/00
Bonded By Service Ins.
No. CC528390
Notary Public


_____, Notary Public
Commission No.

I, Richard Baron, having been designated as registered agent for service of process for Virtual Med, Inc., at the place designated in the Articles of Incorporation, hereby agree to act in this capacity, and I further agree to comply with the provision of all statutes relative to the proper and complete performance of my duties.

1191000011910



RICHARD BARON, Registered Agent
FB NO: 178675.

FILED
96 AUG 26 PM 5:48
SECRETARY OF STATE
TALLAHASSEE, FLORIDA