

P96000074S72  
WestBay Clinical Laboratory, Inc.

Veronica Perez  
President

3607 13th Street  
Tampa, FL 33605  
Telephone (813) 248-9993

September 3, 1996

State of Florida  
Division of Corporations  
409 East Gaines Street  
Tallahassee, FL 32399

Division of Corporations:

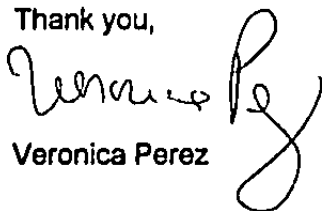
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\*\*\*\*\*70.00 \*\*\*\*\*70.00

Enclosed please find the Articles of Incorporation for WestBay Clinical Laboratory, Inc., along with a check in the amount of \$70.00 representing the Filing Fee and Designation of Registered Agent Fee.

Also enclosed is a photocopy of the Articles of Incorporation. Please return this to me with the filing date stamped on it.

If you have any question with regard to the above, please contact me at the above address.

Thank you,

  
Veronica Perez

FILED  
05 SEP -5 PM 2:06  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

P. J. 96  
KPR

**ARTICLES OF INCORPORATION  
OF  
WESTBAY CLINICAL LABORATORY, INC.**

**ARTICLE I - NAME**

The name of this corporation is **WestBay Clinical Laboratory, Inc.**

**ARTICLE II - DURATION**

This corporation shall have perpetual existence commencing on the date of this filing of these Articles with the Department of State.

**ARTICLE III - PURPOSE**

This corporation is organized for the purpose of transacting any or all lawful business for which corporations may be incorporated under Chapter 607, Florida Statutes, as now exists or may after be amended.

**ARTICLE IV - CAPITAL STOCK**

This corporation is authorized to issue 100 shares of One Dollar (\$1.00) par value stock which shall be designated at "Common Shares".

**ARTICLE V - PRE-EMPTIVE RIGHTS**

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

**ARTICLE VI - INITIAL REGISTERED OFFICE AND AGENT**

The principal address of the corporation and the address of the initial registered office are both **3607 13th Street, Tampa, FL, 33605**, and the name of the initial registered agent of this corporation at that address is **Veronica Perez**.

**ARTICLE VII - INITIAL BOARD OF DIRECTORS**

This corporation shall have two directors constituting the initial Board of Directors. The number of directors may be either increased or decreased from time to time by the bylaws; however, there shall never be less than one Director nor more than five. The name and address of the initial Board of Directors of the corporation are:

Juan DeJesus Hernandez  
3607 13th Street  
Tampa, FL, 33605

Veronica Perez  
3607 13th Street  
Tampa, FL, 33605

#### ARTICLE VIII - INCORPORATORS

The name and address of the Incorporator signing these articles is Veronica Perez, 3607 13th Street, Tampa, FL, 33605.

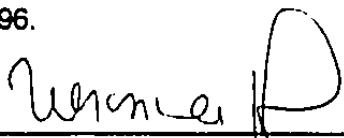
#### ARTICLE IX - INDEMNIFICATION

The corporation shall indemnify any Officer or Director or any former officer or director, to the full extent permitted by law.

#### ARTICLE X - AMENDMENT

This corporation reserves the right to amend or repeal any provision contained in these Articles of Incorporation, or any amendment hereto, by a majority vote of the Board of Directors, and any right conferred upon the shareholders is subject to this reservation.

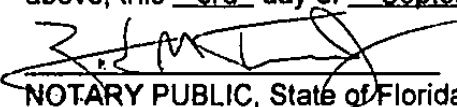
IN WITNESS WHEREOF, the undersigned Incorporator has executed these Articles of Incorporation on the 3rd day of September, 1996.

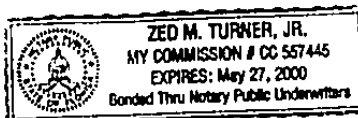
  
\_\_\_\_\_  
Veronica Perez  
Incorporator

STATE OF FLORIDA  
COUNTY OF HILLSBOROUGH

BEFORE ME, a Notary Public authorized to take acknowledgments in the State and County set forth above, personally appeared Veronica Perez, known to be and known by me to be the person who executed the foregoing Articles of Incorporation, and she acknowledged before me that she executed those Articles of Incorporation,

IN WITNESS WHEREOF, I have set my hand and seal in the State and County above, this 3rd day of September, 1996.

  
\_\_\_\_\_  
NOTARY PUBLIC, State of Florida  
at Large  
My commission expires:



CERTIFICATE DESIGNATING  
REGISTERED AGENT/REGISTERED OFFICE

Pursuant to the provision of Section 607.325, Florida Statutes, the undersigned corporation, organized under the laws of the State of Florida, submits the following statement in designating the registered office/registered agent, in the State of Florida.

1. The name of the corporation is : WestBay Clinical Laboratory, Inc.
2. The name and address of the registered agent and office is:

Veronica Perez  
3607 13th Street  
Tampa, FL, 33605

SIGNATURE

TITLE

DATE

Veronica Perez  
President  
9/3/94

HAVING BEEN NAMED TO ACCEPT SERVICE OF PROCESS FOR THE ABOVE STATED 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, AND I ACCEPT THE DUTIES AND OBLIGATIONS OF SECTION 607.325 FLORIDA STATUTES.

SIGNATURE

DATE

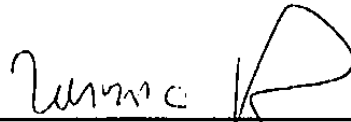
Veronica Perez  
(Registered Agent)  
9/3/94

CERTIFICATE DESIGNATING REGISTERED AGENT AND  
PLACE OF BUSINESS OR DOMICILE FOR THE SERVICE OF  
PROCESS WITHIN FLORIDA, AND ACCEPTANCE OF  
AGENT UPON WHOM PROCESS MAY BE SERVED

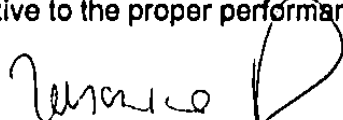
In compliance with Sections 48.091 and 607.034, Florida Statutes, the following is submitted:

FIRST, that WestBay Clinical Laboratory, Inc., desiring to organize or qualify under the laws of the state of Florida, with its principal place of business at 3607 13th Street, Tampa, FL, 33605, has named Veronica Perez as its agent to accept service of process within Florida.

DATED: 9/3/94

  
\_\_\_\_\_  
Veronica Perez, President

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 performance of my duties.

  
\_\_\_\_\_  
Veronica Perez, Registered Agent

SEP 14 1994  
TAMPA  
CLERK OF COURT  
CLERK OF COURT  
CLERK OF COURT