

P96000078993

Hector Padilla
431 Chestnut Lane
Fort Lauderdale, FL 33320
954-384-0120

FILED

96 SEP 12 AM 9:23

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

September 7 1996

EFFECTIVE DATE
9-6-96

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-09/11/96--01016--010
*****70.00 *****70.00

Secretary of State
Division of Corporations
Capitol Building
Tallahassee, FL 32301

Gentlemen:

Enclosed are Articles of Incorporation of Healthcare
Products Export & Service. Also enclosed is our check for
\$70.00 to cover the regular registration fee.

We will appreciate your prompt registration and
acknowledgement. If further information is needed, please
call me.

Sincerely,

Hector Padilla
Hector Padilla

W96-19172

505
615

9-24-96



FLORIDA DEPARTMENT OF STATE
Sandra B. Mortham
Secretary of State

September 12, 1996

HECTOR PADILLA
431 CHESTNUT LANE
FORT LAUDERDALE, FL 33326

SUBJECT: HEALTHCARE PRODUCTS EXPORT & SERVICE
Ref. Number: W96000019172

We have received your document for HEALTHCARE PRODUCTS EXPORT & SERVICE and your check(s) totaling \$70.00. However, the enclosed document has not been filed and is being returned for the following correction(s):

The corporate name must contain a suffix that will clearly indicate that it is a corporation. Such suffixes include: CORPORATION, CORP., COMPANY, CO., INC., and INCORPORATED.

The document must contain written acceptance by the registered agent, (i.e. "I hereby am familiar with and accept the duties and responsibilities as registered agent for said corporation"); and the registered agent's signature.

Please return your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (904) 487-6927.

Kathy Hyman
Document Specialist

Letter Number: 396A00042404

ARTICLES OF INCORPORATION
OF

HEALTHCARE PRODUCTS EXPORT & SERVICES, INC.

The undersigned, desiring to form a corporation under the provisions of the Laws of the State of Florida, hereby adopt the following Articles of Incorporation for such Corporation:

ARTICLE ONE - NAME

The name of this Corporation is:

HEALTHCARE PRODUCTS EXPORT & SERVICES, INC.

ARTICLE TWO - DURATION

This corporation shall commence existence on the date of execution and acknowledgement of these Articles of Incorporation by Division of Corporations, State of Florida, and shall have perpetual existence.

ARTICLE THREE - PURPOSE

The general nature of the business to be transacted and carried on by this Corporation is:

(a) To do any and all lawful acts and engage in any business or enterprise permitted by the Laws of the State of Florida.

(b) In addition, this corporation shall be more specifically for the purpose of establishing and operation of a distribution network of medical products into South America by its officers and directors. However, this paragraph shall not be a limitation of the above activities of the Corporation.

ARTICLE FOUR - CAPITAL STOCK

The maximum number of shares of the capital stock which this Corporation shall have authority to issue is the total sum of FIVE HUNDRED (500) shares, having an individual par value of ONE DOLLAR (\$1.00) per share. There shall be only one (1) class of stock for the Corporation.

ARTICLE FIVE - 1244 STOCK

The Capital Stock of the Corporation will be issued in accordance with the requirements of section 1244 of the Internal Revenue Code.

ARTICLE SIX - CAPITAL

The amount of the capital with which this Corporation shall begin business is not less than FIVE HUNDRED DOLLARS (\$500.)

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TALLAHASSEE, FLORIDA

ARTICLE SEVEN - INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial registered office and the name of the initial Registered Agent of this Corporation shall be:

NAME	ADDRESS
Hector Padilla	431 Chestnut Lane Fort Lauderdale, FL 33326

ARTICLE EIGHT - INITIAL BOARD OF DIRECTORS

The business of this Corporation shall be conducted by a Board of Directors which shall consist of 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 post office addresses of the First Board Directors who, being subject to the provisions of the Articles of Incorporation, the by-laws, and the Corporation laws of the State of Florida, shall hold office for the first year of the Corporation's existence, or until their successors are selected and have been qualified, are as follows:

NAME	ADDRESS
Hector Padilla	431 Chestnut Ln. Ft. Lauderdale, FL
Mary A Padilla	431 Chestnut Ln. Ft. Lauderdale, FL

ARTICLE NINE - CORPORATION ADDRESS

The address of the principal place of business for this Corporation is 431 Chestnut Lane, Fort Lauderdale, FL 33326.

ARTICLE TEN - INCORPORATOR

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

Hector Padilla	431 Chestnut Lane, Fort Lauderdale, FL 33326.
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ARTICLE ELEVEN - BY-LAWS

The power to adopt, alter, amend or repeal by-laws shall be vested in the Shareholders.

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TALLAHASSEE, FLORIDA

IN WITNESS WHEREOF, the undersigned, has made, subscribed, acknowledged and filed these Articles of Incorporation, hereby declaring and certifying that the facts therein stated are true and correct, and accordingly set my hand and seal this 6th day of September 1996.

Hector Padilla
HECTOR PADILLA

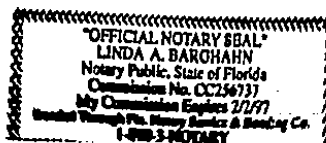
STATE OF FLORIDA)
COUNTY OF BROWARD)

BEFORE ME, the undersigned authority, personally appeared Hector Padilla, who after being by me first duly cautioned and sworn, upon his respective oath deposes and says that he is the party to the foregoing Articles of Incorporation and acknowledged the said execution to be his free and voluntary act and deed, and that the facts therein stated are truly set out.

WITNESS my hand and seal at Fort Lauderdale, Florida, this day and date first above set forth.

Linda A. Barchahn
Notary Public, State of Florida

My commisission expires: 12/97



I hereby am familiar with and accept the duties and responsibilities as registered agent for the said corporation (Healthcare Products Export & Services, Inc.).

Sincerely,

Hector Padilla
Hector Padilla