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October 15, 1996

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

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-11/07/96--01104--009
****122.50 ****122.50

RE: New filing of corporation

Dear Sir or Madam:

Enclosed you will please find the following documents:

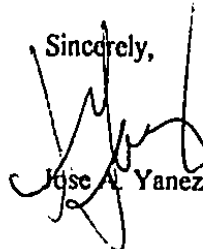
(a) The original articles of incorporation on Medical Technology Corporation, Inc.

(b) Certificate of designation of registered agent

(c) and a check in the amount of \$122.50 to cover the filing fees, registered agent fee, and a certified copy of the articles.

Thank you for your assistance in the filing of this corporation. If you have any questions please contact this office.

Sincerely,


Jose A. Yanez

JAY/sl
Enc.

FILED
96 NOV -7 AM 11:16
DEPARTMENT OF STATE
TALLAHASSEE, FLORIDA

ARTICLES OF INCORPORATION
OF
MEDICAL TECHNOLOGY CORPORATION

FILED
95 NOV -7 AM 11:16
TALLAHASSEE, FLORIDA

The undersigned incorporator, for the purpose of forming a corporation under the Florida Business Corporation Act, hereby adopt the following Articles of Incorporation.

ARTICLE ONE

The name of the Corporation is **MEDICAL TECHNOLOGY CORPORATION.**

ARTICLE TWO

The address of the initial principal place of business of the Corporation is 19450 S.W. 184th Street Miami, Florida 33187. The mailing address of the Corporation is 19450 S.W. 184th Street, Miami, Florida 33187

ARTICLE THREE

The number of shares of stock that the Corporation is authorized to have outstanding at any one time is 400, all of which shall be common shares with the par value of \$0.05 (five cents).

Shares of the corporation's stock and certificates shall be issued as follows: 100 shares to Nicholas Cesarello, 100 shares to Manny Castillo, and 100 shares to Robert D. Rodriguez..

ARTICLE FOUR

As set forth in the registered agent's written acceptance of his appointment, which is delivered to the Department of State together with these Articles of Incorporation, the corporation's initial registered office is located at 19450 S.W. 184th Street, Miami, Florida 33187. The Corporation's initial registered agent at that office is Manny Castillo.

ARTICLE FIVE

Each shareholder of this corporation shall have the first right to purchase shares of any class, kind or series of stock in this corporation that may from time to time be issued (whether or not presently authorized), in the ratio that the number of shares he holds at the time of issue bears to the total number of shares by any shareholder who does not exercise it and pay for the shares preempted within thirty (30) days of receipt of a notice in writing from the corporation, stating the prices, terms and conditions of the issue of shares, and inviting him to exercise his preemptive rights. This right may also be waived by affirmative written waiver submitted by the shareholder of the corporation within thirty (30) days of receipt of notice from the corporation.

ARTICLE SIX

The Corporation shall have all the corporate powers enumerated in the Florida General Corporation Act.

ARTICLE SEVEN

The name and street address of the incorporator is as follows: Nicholas Cesarello, 3271 N.W. 64th Street, Boca Raton, Florida 33496.

IN WITNESS WHEREFORE, the undersigned has executed these Articles of Incorporation this 17th day of Oct. 1996.


Nicholas Cesarello

**CERTIFICATE OF DESIGNATION OF REGISTERED AGENT
REGISTERED OFFICE**

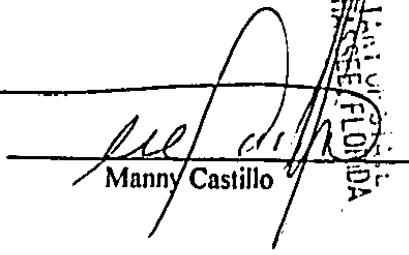
Pursuant to the provisions of Section 607.0501 of the Florida Business Corporation Act, the undersigned Corporation, organized under the law of the State of Florida, submits the following statement in designating its registered office and registered agent, in the State of Florida.

1. The name of the Corporation is **Medical Technology Corporation**
2. The name and address of the registered agent and office of the Corporation is:

Manny Castillo
19450 S.W. 184th Street
Miami, Florida 33187

Signed:

FILED
96 NOV -7 AM 11:16
TALLAHASSEE, FLORIDA


Manny Castillo

HAVING BEEN NAMED AS REGISTERED AGENT AND TO ACCEPT SERVICE OF PROCESS FOR THE ABOVE STATED CORPORATION AT THE PLACE DESIGNATED IN THIS CERTIFICATE, I HEREBY ACCEPT THE APPOINTMENT AS REGISTERED AGENT AND AGREE TO ACT IN THIS CAPACITY. I FURTHER AGREE TO COMPLY WITH THE PROVISIONS OF ALL STATUTES RELATING TO THE PROPER AND COMPLETE PERFORMANCE OF MY DUTIES, AND I AM FAMILIAR WITH AND ACCEPT THE OBLIGATIONS OF MY POSITION AS REGISTERED AGENT.

Dated: 
10-9-86