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BIO-CURVE MED-TECH DISTRIBUTORS, INC.
602 4TH AVENUE S.W.
LARGO, FL 34770

FILED
96 NOV 18 AM 9:09
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

November 8, 1996

Division of Corporations
Florida Department of State
P.O. Box 6327
Tallahassee, FL 32301

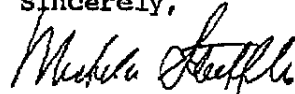
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***122.50 ***122.50

ATTN.: DIVISION OF CORPORATIONS

Enclosed are an original and one copy of the Articles of Incorporation for Bio-Curve Med-Tech Distributors, Inc and a check in the amount of \$122.50 to cover the charter tax, filing of the Articles of Incorporation, certified copy of the Articles of Incorporation and filing of approval of the registered agent.

Thank you for your cooperation in this matter.

Sincerely,



Michael W. Stuffebeam

Encl: Articles of Incorporation/Check

RECEIVED NOV 18 1996

ARTICLES OF INCORPORATION

OF

BIO-CURVE MED-TECH DISTRIBUTORS, INC.

I, the undersigned subscriber to these Articles of Incorporation, natural person competent to contract, hereby form a corporation under the Laws of the State of Florida.

ARTICLE I. NAME OF CORPORATION

The name of this corporation shall be

BIO-CURVE MED-TECH DISTRIBUTORS, INC.

ARTICLE II. NATURE OF BUSINESS

To manufacture, purchase, or otherwise acquire and to own, mortgage, pledge, sell, assign, transfer, or otherwise dispose of and to invest in, trade in, deal in and with goods, wares, merchandise, real and personal property and services of every class, kind and description except that it is not to conduct a banking, safe deposit, trust, insurance, surety, express, railroad, canal, telegraph, telephone, or cemetery company, a building and loan association, mutual fire insurance association, cooperative association, fraternal benefit society, state fair or exposition.

To conduct business in, have one or more offices in, and buy, hold, mortgage, sell, convey, lease or otherwise dispose of real and personal property, including franchise, patents, copyrights, trademarks and licenses, in the State of Florida, and in all other states and countries.

To contract debts and borrow money, issue and sell or pledge bonds, debentures, notes and other evidences of indebtedness and execute such mortgages, transfers or corporate property, or other instruments to secure the payment of corporate indebtedness as required.

To purchase the corporate assets of any other corporation and engage in the same or other character of business.

To guarantee, endorse, purchase, hold, sell, transfer, mortgage, pledge or otherwise acquire or dispose of the shares of the capital stock of, or any bonds, securities, or other evidences of indebtedness created by any other corporation of the State of Florida or any other state of government, and while owner of such stock to exercise all the rights, powers and privileges of ownership, including the first to vote such stock.

ARTICLE III. CAPITAL STOCK.

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The maximum number of shares of stock that the corporation is authorized to have outstanding at any one time is: 1,000 shares of \$.10 par value common stock.

ARTICLE IV. TERM OF EXISTENCE.

This corporation is to exist perpetually.

ARTICLE V. PRINCIPAL PLACE OF BUSINESS.

The initial street address in this state of the principal office of this corporation is 602 4th Avenue S.W., Largo, Florida, 33770. The Board of Directors may from time to time, move the principal office to any other address in Florida.

ARTICLE VI. DIRECTORS.

This corporation shall have not less than Two (2) director initially. The number of directors may be increased or diminished from time to time, by by-laws adopted by the stockholders.

ARTICLE VII. INITIAL DIRECTORS

The name and street address of the members of the first Board of Directors is:

Joseph R. Salerno

602 4th Ave. S.W.
Largo, FL 33770

Doretha F. Jones

1819 41st Street South
St. Petersburg, FL 33711

ARTICLE VIII. SUBSCRIBER

The name and street address of the subscribers of these Articles of Incorporation, the numbers of shares of stock which they agree to take and the value of the consideration therefore are:

Joseph R. Salerno
990 shares at \$.10 per share

602 4th Ave. S.W.
Largo, FL 33770

Doretha F. Jones
10 shares at \$.10 per share

1819 41st Street South
St. Petersburg, FL 33711

ARTICLE IX. REGISTERED AGENT

The initial designation of the registered offices of this corporation shall be 602 4th Avenue S.W., Largo, FL 33770 and the registered agent shall be Joseph R. Salerno.

Pursuant to Florida Statutes Section 607.164, having been named to accept process for the above stated corporation, at the place designed in these Articles of Incorporation, I hereby accept to act in this capacity, and agree to comply with the provision of said Act relative to keeping open said office.

By Joseph R. Salerno
Joseph R. Salerno
Registered Agent

ARTICLE X. AMENDMENT

These Articles of Incorporation may be amended in the manner provided by laws. Every amendment shall be approved by the Board of Directors, proposed by them to the stockholder, and approved at the stockholder's meeting by a majority of the stock entitled to vote thereon, unless all the directors and all the stockholders sign a written statement manifesting their intention that a certain amendment of these Articles of Incorporation be made.

IN WITNESS WHEREOF, I, the incorporator above named, have hereunto set my hand and seal this

8th DAY OF NOVEMBER, 1996.

Witness

M. W. Stufflebeam

Joseph R. Salerno
Joseph R. Salerno

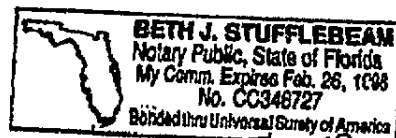
STATE OF FLORIDA)

COUNTY OF PINELLAS)

I HEREBY CERTIFY that on this day, before more, a Notary Public duly authorized in the State and County named above to take acknowledgments, personally appeared Joseph R. Salerno known to be person described as subscriber in and who executed the foregoing Articles of Incorporation, and acknowledged before me that they subscribed to those Articles of Incorporation.

WITNESS my hand and official seal in the County and state named above, this 8th day of NOVEMBER, 1996.

Beth J. Stufflebeam My commission expires:
Notary Public



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CLERK OF STATE
TALLAHASSEE, FLORIDA