

PA6000101791

CAPITAL CONNECTION, INC.

417 E. Virginia St., Suite 1, Tallahassee, FL 32301, (904) 224-8870

Mailing Address: Post Office Box 10349, Tallahassee, FL 32302

TOLL FREE No. 1-800-342-8062

FAX (904) 222-1222

RE: Medetex Corporation

NAME \_\_\_\_\_  
FIRM \_\_\_\_\_  
ADDRESS \_\_\_\_\_  
PHONE ( ) \_\_\_\_\_

Service: Top Priority \_\_\_\_\_ Regular \_\_\_\_\_  
One Day Service Two Day Service

To us via \_\_\_\_\_ Return via \_\_\_\_\_

Matter No.: \_\_\_\_\_ Express Mail No. \_\_\_\_\_

State Fee \$ \_\_\_\_\_ Our \$ \_\_\_\_\_

|  | C.C. FEE.           | DISBURSED  |
|--|---------------------|------------|
| <input checked="" type="checkbox"/> Capital Express™   |                     |            |
| <input type="checkbox"/> Art. of Inc. File             |                     |            |
| <input type="checkbox"/> Corp. Record Search           |                     |            |
| <input type="checkbox"/> Ltd. Partnership File         |                     |            |
| <input checked="" type="checkbox"/> Foreign Corp. File |                     |            |
| <input type="checkbox"/> ( ) Cert. Copy(s)             |                     |            |
| <input type="checkbox"/> Art. of Amend. File           |                     |            |
| <input type="checkbox"/> Dissolution/Withdrawal        |                     |            |
| <input type="checkbox"/> C U S.                        |                     |            |
| <input type="checkbox"/> Fictitious Name File          |                     |            |
| <input type="checkbox"/> Name Reservation              | 100001982851-5      |            |
| <input type="checkbox"/> Annual Report/Reinstatement   | -10/22/96-01034-031 |            |
| <input type="checkbox"/> Reg. Agent Service            | ****245.00          | ****122.50 |
| <input type="checkbox"/> Document Filing               |                     |            |
| <input type="checkbox"/> Corporate Kit                 |                     |            |
| <input type="checkbox"/> Vehicle Search                |                     |            |
| <input type="checkbox"/> Driving Record                |                     |            |
| <input type="checkbox"/> Document Retrieval            |                     |            |
| <input type="checkbox"/> UCC 1 or 3 File               |                     |            |
| <input type="checkbox"/> UCC 11 Search                 |                     |            |
| <input type="checkbox"/> UCC 11 Retrieval              |                     |            |
| <input type="checkbox"/> File No.'s. _____ Copies      |                     |            |
| <input type="checkbox"/> Courier Service               |                     |            |
| <input type="checkbox"/> Shipping/Handling             |                     |            |
| <input type="checkbox"/> Phone ( ) _____               |                     |            |
| <input type="checkbox"/> Top Priority                  |                     |            |
| <input type="checkbox"/> Express Mail Prep.            |                     |            |
| <input type="checkbox"/> FAX ( ) _____ pgs.            |                     |            |

SUBTOTALS

FEE.....  
DISBURSED.....  
SURCHARGE.....  
TAX on corporate supplies.....  
SUBTOTAL.....  
PREPAID.....  
BALANCE DUE.....

REQUEST TAKEN CONFIRMED APPROVED  
DATE \_\_\_\_\_  
ME \_\_\_\_\_ CK No. \_\_\_\_\_

ALK-IN 10/22 12:00 PM  
Pick Up 12/18

Please remit invoice number with payment  
TERMS: NET 10 DAYS FROM INVOICE DATE  
1 1/2% per month on Past Due Amounts  
Past 30 Days, 18% per Annum.

THANK YOU

from  
Your Capital Connection



RECEIVED

FLORIDA DEPARTMENT OF STATE  
Sandra B. Mortham  
Secretary of State  
DIVISION OF CORPORATION

October 22, 1996

CAPITAL CONNECTION, INC.  
417 E. VIRGINIA STREET  
SUITE 1  
TALLAHASSEE, FL 32301

SUBJECT: MEDETEX CORPORATION  
Ref. Number: W96000022461

We have received your document for MEDETEX CORPORATION and check(s) totaling \$245.00. However, the enclosed document has not been filed and is being returned to you for the following reason(s):

The name designated in your document is unavailable since it is the same as, or it is not distinguishable from the name of an existing entity. Simply adding "of Florida" or "Florida" to the end of an entity name **DOES NOT** constitute a difference. Please select a new name and make the substitution in all appropriate places. One or more words may be added to make the name distinguishable from the one presently on file.

When the document is resubmitted, please return a copy of this letter to ensure that your document is properly handled.

If you have any questions about the availability of a particular name, please call (904) 488-9000.

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) 487-6926.

Teresa Brown  
Corporate Specialist

Letter Number: 896A00048605

*Corrected*

*Jx1*

ARTICLES OF INCORPORATION  
OF  
MEDETEX MANAGEMENT CORPORATION

FILED  
96 DEC 17 PM 1:38  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

ARTICLE I - NAME

The name of this corporation is MEDETEX MANAGEMENT CORPORATION

ARTICLE II - PRINCIPAL OFFICE

The principal office of the Corporation is located at the following address:

c/o American Vascular Clinics, Inc.  
505 North Maitland Avenue  
Suite 206  
Altamonte Springs, FL 32701

ARTICLE III - PURPOSE

The Corporation may engage in any activity or business permitted under the laws  
of the United States and of the State of Florida.

ARTICLE IV - DURATION

The Corporation shall have perpetual existence.

ARTICLE V - CAPITAL STOCK

The Corporation is authorized to issue 10,000 shares of One Dollar (\$1.00) par  
value common stock, which shall be designated "Common Shares."

#### ARTICLE VI - BYLAWS

The bylaws of the Corporation may be adopted, altered, amended or repealed by either the stockholders or the directors of the Corporation.

#### ARTICLE VII - INDEMNIFICATION

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

#### ARTICLE VIII - INITIAL REGISTERED AGENT AND OFFICE

The name and street address of the initial registered agent and office of the Corporation are:

George W. Carroll, M.D.  
505 North Maitland Avenue  
Suite 206  
Altamonte Springs, FL 32701

#### ARTICLE IX - INCORPORATOR

The name and address of the person signing these Articles are:

Barbara Carroll  
860 Via Lombardi  
Winter Park, FL 32789

#### ARTICLE X - INITIAL BOARD OF DIRECTORS

The Corporation shall have one (1) director initially. The number of directors may be increased or decreased from time to time by the bylaws of the Corporation but shall never be less than one (1). The name and address of the initial director of the Corporation are:

NAME

ADDRESS

Barbara Carroll

860 Via Lombardi  
Winter Park, FL 32789

#### ARTICLE XI - AMENDMENT

The Corporation reserves the right to amend or repeal any provisions contained in these Articles of Incorporation, in accordance with the provisions of the Florida General Corporation Act.

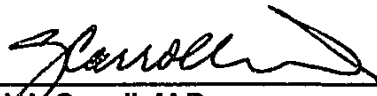
IN WITNESS WHEREOF, the undersigned has executed these Articles of Incorporation this 18 day of October, 1996.

  
Barbara Carroll

ACCEPTANCE BY REGISTERED AGENT

HAVING BEEN NAMED TO ACCEPT SERVICE OF PROCESS FOR THE ABOVE  
STATED CORPORATION, AT THE PLACE DESIGNATED IN ARTICLE VIII OF THESE  
ARTICLES OF INCORPORATION, THE UNDERSIGNED HEREBY AGREES TO ACT  
IN THIS CAPACITY, AND FURTHER AGREES TO COMPLY WITH THE PROVISIONS  
OF ALL STATUTES RELATIVE TO THE PROPER AND COMPLETE DISCHARGE OF  
HIS DUTIES.

Dated this 18 day of October, 1996.

  
\_\_\_\_\_  
George W. Carroll, M.D.

WPB/90680.1

FILED  
96 DEC 17 PM 1:39  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA