S 1:17

P96000101885

...C ACCES... ...M
ELEC...R...IC ...ILIN... ...R SHE...T
((H96...01...63 1))

TO: DIVISION OF CORPORATIONS — FAX #: (904)922-4001

FROM: EMPIRE CORPORATE KIT COMPANY — ACCT#: 072450003255
CONTACT: RAY STORMONT
PHONE: (305)541-3694 — FAX #: (305)541-3770

NAME: REDMUND P. BURKE, MD, P.A.
AUDIT NUMBER......H96000017663
DOC TYPE..........FLORIDA PROFIT CORPORATION OR P.A.
CERT. OF STATUS..0 — PAGES....... 3
CERT. COPIES......0 — DEL.METHOD.. FAX
EST.CHARGE.. $70.00

NOTE: PLEASE PRINT THIS PAGE AND USE IT AS A COVER SHEET. TYPE THE FAX AUDIT NUMBER ON THE TOP AND BOTTOM OF ALL PAGES OF THE DOCUMENT

** ENTER 'M' FOR MENU. **

ENTER SELECTION AND <CR>: m
Help F1 Option Menu F2 NUM Connect: 00:03:41

FILED
96 DEC 17 AM 10:24
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

RECEIVED
96 DEC 17 PM 1:36
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

12/18/96

H96000017663

ARTICLES OF INCORPORATION
OF
REDMUND P. BURKE, MD, P.A.

③

H96000017663

The undersigned incorporator hereby forms a corporation under Chapter 621 of the laws of the State of Florida.

FILED
96 DEC 17 AM 10: 24
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

## ARTICLE I. NAME.

The name of the corporation shall be: Redmund P. Burke, MD, P.A.

## ARTICLE II. ADDRESSES.

The address of the principal office of this corporation shall be 3200 SW 60th Court, Suite 102, Miami, FL 33155 and the mailing address of the corporation shall be the same.

## ARTICLE III. NATURE OF BUSINESS.

This corporation may engage in every aspect of the business of rendering medical services to the public that a physician licensed under the laws of the State of Florida is authorized to engage in. This corporation may also engage or transact in any and all lawful activities and businesses permitted under the laws of the United States, the State of Florida or any other state, country, territory or nation (provided such activities and businesses are permitted under Chapter 621 of the Florida Statutes).

## ARTICLE IV. CAPITAL STOCK.

The maximum number of shares of stock that this corporation is authorized to have outstanding at any one time is 1,000 shares of common stock having $.01 par value per share.

## ARTICLE V. REGISTERED AGENT AND OFFICE.

The street address of the initial registered office of the corporation shall be 11900 Biscayne Boulevard, Miami, FL 33181 and the name of the initial registered agent of the corporation at that address is Dana M. Kaufman.

## ARTICLE VI. INCORPORATOR.

The name and street address of the incorporator to these Articles of Incorporation is: Cheryl Julien Kaufman, P.A., 5241 North Bay Road, Miami Beach, FL 33140.

Prepared by:
Cheryl Julien Kaufman, Esq.
Cheryl Julien Kaufman
2301 Sunset Drive
Miami Beach, FL 33140
(305) 538-5380
Fl Bar No. 623679

H96000017663

## ARTICLE VII. PREEMPTIVE RIGHTS.

Each holder of any stock of the Corporation shall be entitled, as a matter of right, to purchase, subscribe for, or otherwise acquire any new or additional shares of stock of the Corporation of any class, or any options or warrants to purchase, subscribe for or otherwise acquire any such new or additional shares, or any shares, bonds, notes, debentures or other securities convertible into or carrying options or warrants to purchase, subscribe for, or otherwise acquire any such new or additional shares.

FILED
96 DEC 17 AM 10:24
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

## ARTICLE VIII. INITIAL DIRECTORS.

The number of directors that this corporation shall have initially is one. The number of directors may be altered from time to time as may be provided in the bylaws. The initial director shall be Redmond P. Burke whose address is 3576 Matheson Avenue, Miami FL 33133 who shall serve as the sole director until his successor is elected and shall qualify.

**IN WITNESS WHEREOF**, the undersigned agent of Cheryl Julien Kaufman, P.A. has hereunto set her hand and seal on December 16, 1996.

Cheryl Julien Kaufman, P.A.

By: [signature]
Cheryl Julien Kaufman, Pres.

## ACCEPTANCE OF REGISTERED AGENT

Dana M. Kaufman having a business office identical with the registered agent of the corporation named above and having been designated as the registered agent in the foregoing Articles, is familiar with and accepts the obligations of the position of registered agent under Section 607.0505, Florida Statutes.

[signature]
Dana M. Kaufman

H96000017633

# ARTICLES OF INCORPORATION OF VIMATECH, INC.

We, the undersigned, hereby subscribe ourselves for the purpose of becoming a corporation under the laws of the State of Florida, by and under the provisions of the Statutes of the said State of Florida.

## ARTICLE I - NAME

The name of the Corporation shall be VIMATECH, INC. Business shall be carried on in the State of Florida and in the United States of America and elsewhere, as may be authorized by the Board of Directors.

## ARTICLE II - PURPOSE

This Corporation is organized for the following purposes: DESIGN, MANUFACTURING AND SALES OF MEDICAL INDUSTRY PRODUCTS and to transact in any and all lawful business authorized under the Statutes of the State of Florida.

## ARTICLE III - CAPITAL STOCK

The maximum number of shares of stock that the corporation shall have outstanding at any time shall be FIVE HUNDRED shares of One Dollar par value.

## ARTICLE IV - BEGINNING CAPITAL

The amount of capital with which the Corporation shall begin business shall be not less than $500.00 Dollars.

## ARTICLE V - INITIAL OFFICE

The principal office of this Corporation shall be 1125 Milan Ave. Coral Gables, Fl 33134 or any other location authorized from time to time by its Board of Directors.

## ARTICLE VI - DURATION

This Corporation shall have perpetual existence unless sooner terminated under the provisions of the laws of the State of Florida.

## ARTICLE VII - INITIAL BOARD OF DIRECTORS

The Corporation shall have two (2) Directors unless otherwise provided by Florida Law. The names and post office address of the First Board of Directors who shall hold office for the first year of the corporation's existence or until their successors are elected and have qualified are as follows:

| | | |
|---|---|---|
| Vicente J. Fuillerat | President/Treasurer | 70 West 61st Street Hialeah, Fl 33012 |
| Mariano Fernandez | V-President/Secretary | 1125 Milan Avenue Coral Gables, Fl 33134 |

PREPARED BY: Cesar Brioso
M. B. TAX AND ACCOUNTING SERVICES, INC.
3300 EAST 4th AVENUE, #6
HIALEAH, FL 33013
PHONE: (305) 887-0048

H96000017633

PREPARED BY: Cesar Brioso
M.B. TAX AND ACCOUNTING SERVICES, INC.
3300 EAST 4th AVENUE, #6
HIALEAH, FL 30133
PHONE: (305) 887-0048

**ARTICLE VIII - SUBSCRIBERS TO THE CERTIFICATE OF INCORPORATION**

The names and subscribers to the Certificates of Incorporation and the number of shares of stock and value thereof which each agreed to take are:

| NAME | | OFFICE | SHARES | VALUE |
|---|---|---|---|---|
| Vicente Fuillerat | Pres/Treas. | 1125 Milan Avenue Coral Gables, Fl 33134 | 250 | $250.00 |
| Mariano Fernandez | V-Pres./Seqr. | 1125 Milan Avenue Coral Gables, Fl 33134 | 250 | 250.00 |
| | | | 500 | $500.00 |

**ARTICLE IX - AMENDMENT**

The Corporation reserves the right to amend, alter, change or repeal any provision contained in this Certificate of Incorporation in the manner now hereafter prescribed by Statute, and all rights conferred upon holders of stock herein granted subject to this provision.

**ARTICLE X - SMALL BUSINESS**

This Corporation may be a Small Business Corporation as defined in Section 1244(c) (2) of the Internal Revenue Code.

IN WITNESS WHEREOF, We, the undersigned have made and hereby subscribe to this Certificate of Incorporation and Charter, and do hereby acknowledge this Certificate for the uses and purposes aforesaid, all on this 10th day of December of 1996.

Vicente S. Fuillerat
President/Treasurer

Mariano Fernandez
Vice-President/Secretary

H96000017633

**STATE OF FLORIDA** )
) **SS:**
**COUNTY OF DADE** )

Before me the undersigned authority, a Notary Public, duly authorized to take acknowledgments in the State of Florida, personally appeared, VICENTE J. FUILLERAT and MARIANO FERNANDEZ to me well known and known by me to be the persons who executed the foregoing Articles of Incorporation, and stated, after duly sworn, and depose that they had executed the foregoing for the purposes described and set forth therein.

Witness, my hand and seal in the County and State above named, this 10th day of December, 1996.

Cesar Brioso
NOTARY PUBLIC, STATE OF FLORIDA
My commission Expires:

NOTARY PUBLIC STATE OF FLORIDA
OFFICIAL NOTARY SEAL
CESAR BRIOSO
COMMISSION NUMBER
CC572408
MY COMMISSION EXPIRES
JULY 25,2000

H96000017633

H96000017633

CERTIFICATE OF RESIDENT AGENT

In pursuance of Charter 607.34 Florida Statutes, the following is submitted, in compliance with said Act:

First-that VIMATECH, INC. organized under the laws of the State of FLORIDA, with its principal office, as indicated in the Articles of Incorporation at 1125 Milan Avenue, Coral Gables, Fl 33134 has named MARIANO FERNANDES located at 1125 Milan Avenue, Coral Gables, State of Florida 33134, as its agent to accept service of process within this State.

ACKNOWLEDGMENT:

Having been named to accept service of process for the above stated corporation, at place designated in this certificate. I hereby accept said Act relative to keeping open said office.

Mariano Fernandez
Registered Agent

H96000017633