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EDWARD A. HERRERA, M.D., P.A.  
P.O. BOX 823043  
SO. FLA., FL 33082

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\*\*\*\*122.50 \*\*\*\*122.50

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CORPORATION NAME(S) & DOCUMENT NUMBER(S), (if known):

1. Edumar, Inc.  
(Corporation Name) (Document #)
2. \_\_\_\_\_  
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TALLAHASSEE, FLORIDA

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EFFECTIVE DATE  
12-17-96

NEW FILINGS	
<input type="checkbox"/>	Profit
<input type="checkbox"/>	NonProfit
<input type="checkbox"/>	Limited Liability
<input type="checkbox"/>	Domestication
<input type="checkbox"/>	Other

AMENDMENTS	
<input type="checkbox"/>	Amendment
<input type="checkbox"/>	Resignation of R.A., Officer/ Director
<input type="checkbox"/>	Change of Registered Agent
<input type="checkbox"/>	Dissolution/Withdrawal
<input type="checkbox"/>	Merger

OTHER FILINGS	
<input type="checkbox"/>	Annual Report
<input type="checkbox"/>	Fictitious Name
<input type="checkbox"/>	Name Reservation

REGISTRATION/QUALIFICATION	
<input type="checkbox"/>	Foreign
<input type="checkbox"/>	Limited Partnership
<input type="checkbox"/>	Reinstatement
<input type="checkbox"/>	Trademark
<input type="checkbox"/>	Other

*Rec. 27th*  
*625*  
*502*  
*Name - 502*  
*12/19*  
*106-25330*



FLORIDA DEPARTMENT OF STATE

Sandra B. Mortham  
Secretary of State

December 4, 1996

EDWARD A. HERRERA, MD P.A.  
P.O. BOX 823043  
SOUTH MIAMI, FL 33082

SUBJECT: EDUMAR, INC.  
Ref. Number: W96000025330

We have received your document for EDUMAR, INC. and check(s) totaling \$122.50. However, the enclosed document has not been filed and is being returned to you for the following reason(s):

We regret that we were unable to contact you by phone. Please return the corrected document with a letter providing us with a telephone number where you can be reached during working hours.

The effective date is not acceptable since it is not within five working days of the date of receipt.

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) 487-6934.

Loria Poole  
Corporate Specialist

Letter Number: 096A00054340

*You can reach me at 450-8208*

ARTICLES OF INCORPORATION  
OF  
EDYMAR, INC.

FILED  
96 DEC 24 PM 12:30  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

The undersigned subscriber to these Articles of Incorporation, being of legal age and a natural person, hereby forms a corporation for profit under the laws of the State of Florida.

EFFECTIVE DATE  
12-17-76

ARTICLE I - NAME OF CORPORATION

The name of this corporation shall be EDYMAR, INC.

ARTICLE II - GENERAL NATURE OF BUSINESS

The general nature of the business to be transacted by this corporation shall be:

A. To engage in any activity or business permitted under the laws of the State of Florida.

ARTICLE III - CAPITAL STOCK

A. The maximum number of shares of capital stock that this corporation is authorized to issue and have outstanding at any one time is 1,000 shares of common stock having a par value of \$1.00 per share.

B. All or any portion of the capital stock may be issued in payment for real or personal property, services, or any other right or thing having a value, in the judgment of the Board of Directors, at least equivalent to the full value of the stock so to be issued as hereinabove set forth, and when so issued shall become and be fully paid and non-assessable, the same as though paid for in cash; and the directors shall be the sole judges of the value of any property, right or thing acquired in exchange for capital stock, and their judgment of such value shall be inclusive.

C. Notwithstanding the foregoing, the corporation shall have the right to increase its capital stock either with or without par value, and to provide in the event of such increase the designations, preferences, voting powers or restrictions, or qualification of voting powers, of such additional stock, in an amendment to its Certificate of Incorporation.

#### ARTICLE IV - DURATION

This corporation shall exist perpetually, commencing on the date of execution and acknowledgment of these Articles.

#### ARTICLE V - PRINCIPAL ADDRESS, INITIAL REGISTERED OFFICE & AGENT

The street address of the initial registered agent of this corporation and principal corporate address shall be:

18423 N.W. 13th St, Pembroke Pines, FL 33029

The name of the initial registered agent of this corporation at that address shall be:

Edward Herrera

ARTICLE VI - BOARD OF DIRECTORS

A. The initial number of directors of this corporation shall be one (1).

B. The number of directors may either be increased or diminished from time to time by the By-Laws adopted by the shareholders, but shall never be less than one (1).

C. Any director may be removed from office by a majority of the stockholders entitled to vote thereon at any annual or special meeting of the shareholders, for any cause deemed sufficient by such shareholders.

D. In case one or more vacancies shall occur in the Board of Directors by reason of death, resignation, removal or otherwise, the vacancies shall be filled by the shareholders at their next annual meeting or at a special meeting called for the purpose of filling such vacancies.

ARTICLE VII - INITIAL DIRECTORS AND OFFICERS

The names and addresses of the initial members of the Board of Directors and Officers, each to hold office for the first year of existence of this corporation or until their successors are elected or appointed and have qualified are:

NAME	ADDRESS	OFFICE
Edward Herrera	18423 N.W. 13th St Pembroke Pines, FL 33029	Director

#### ARTICLE VIII - SUBSCRIBER TO ARTICLES

The following are the name and address of the subscriber to these Articles of Incorporation:

NAME	ADDRESS
Edward Herrera	18423 N.W. 13th St Pembroke Pines, FL 33029


#### ARTICLE IX - BY-LAWS

The shareholders of this corporation shall have the sole power to establish, enact, alter or repeal By-Laws for the management of this corporation, and the duties of the officers of this corporation shall be prescribed by such By-Laws. In addition, such By-Laws may include, by unanimous decision of all the shareholders, any regulatory or restrictive provisions regarding the sale, transfer, or other disposition of any of the outstanding shares of stock of this corporation by any of its shareholders.

#### ARTICLE X - AMENDMENT

The Articles of Incorporation may be amended in the manner provided by law.

IN WITNESS WHEREOF, I have hereunto set my hand and seal  
this 17 day of Dec, 1996.

  
Incorporator

STATE OF FLORIDA       )  
COUNTY OF BROWARD

BEFORE ME, the undersigned authority, personally  
appeared Edward Herrera, known to me to be the individual  
described in and who executed the foregoing Articles of  
Incorporation, and he acknowledged that he subscribed the said  
instrument for the uses and purposes set forth therein.

WITNESS my hand and official seal in the County and  
State last aforesaid this 17 day of Dec, 1996.

  
Notary Public  
My Commission Expires:

MARISA CZERWONKO  
Notary Public, State of Florida  
My Comm. expires April 14, 2000  
Comm. No. CC547336

CERTIFICATE DESIGNATING PLACE OF BUSINESS  
OR DOMICILE FOR THE SERVICE OF PROCESS  
WITHIN THIS STATE, NAMING AGENT UPON WHOM  
PROCESS MAY BE SERVED

In pursuance of Chapter 48.091, Florida Statutes, the following is submitted in compliance with said Act:

First -- that EDYMAR, INC., desiring to organize under the laws of the State of Florida, with its registered office, as indicated in the Articles of Incorporation at City of Pembroke Pines, County of Broward, State of Florida, has named ~~Edward~~ Herrera, located at 18423 N.W. 13th St, City of Pembroke Pines, County of Broward, State of Florida, as its agent to accept service of process within this State.

FILED  
JAN 24 PM 12:30  
SECRETARY OF STATE  
TALLAHASSEE FLORIDA

ACKNOWLEDGMENT

Having been named to accept service of process for the above stated corporation at place designated in this certificate, I hereby accept to act in that capacity and agree to comply with the provisions of said Act relative to keeping open said office.

By: 