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GREENMAN MANZ

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FLORIDA DIVISION OF CORPORATIONS

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FROM: FRANKLIN D. GREENMAN, P.A.  
071005000567

ACCT#:

CONTACT: FRANKLIN D GREENMAN  
PHONE: (305)743-2351  
(305)743-6523

FAX #:

NAME: HOSPITAL RIGGING SUPPLY, INC.

AUDIT NUMBER.....H97000003414

DOC TYPE.....FLORIDA PROFIT CORPORATION OR P.A.

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**ARTICLES OF INCORPORATION**  
**FOR**  
**HOSPITAL RIGGING SUPPLY, INC.**

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TALLAHASSEE, FLORIDA

The undersigned acting as incorporators of a corporation under the Florida General Corporation act adopts the following Articles of Incorporation for their corporation.

**ARTICLE I**

The name of the corporation shall be HOSPITAL RIGGING SUPPLY, INC. whose principal place of business is 326 Stirrup Key Blvd., Marathon, Florida 33050.

**ARTICLE II**

The period of duration of the corporation is perpetual.

**ARTICLE III**

The purpose or purposes for which the corporation is organized is to manufacture and sell aluminum gantries and generally to do any and all things necessary, pertinent, or convenient to the purposes herein and hereby stated or any activity or business permitted under the laws of the United States and of this State and to do everything necessary, proper, advisable, or convenient for the accomplishment of said purposes, and to do all of the things incidental to them or connected with them that are not forbidden by Florida corporation Laws or by any other law, or by theses Articles of Incorporation, and to carry out the said purposes in any State, Territory, District, or possession of the United States, or in any foreign country.

**ARTICLE IV**

The aggregate number of shares that the corporation shall have the authority to issue is one hundred (100) shares of capital stock with the par value of one dollar (\$1.00) per share. The sum of the par value of all shares of the capital stock of the corporation that have been issued shall be the

stated capital of the corporation at any particular time. The holders of the outstanding capital stocks

Prepared by: Franklin D. Greenman  
5800 Overseas Highway  
Suite 40  
Marathon, FL 33050  
(305)743-2351  
FL Bar #290815

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shall be entitled to receive, when and as declared by the Board of Directors, dividends payable either in cash, in property, or in shares of the capital stock of the corporation. Shares of the corporation are not to be divided into the classes. The corporation is not authorized to issue shares in series.

#### ARTICLE V

The street address in Florida of the initial registered office of the corporation is 5800 Overseas Highway, Suite 40, Marathon, Monroe County, Florida 33050 and the name of the initial registered agent at that address is Franklin D. Greenman, Esq.

#### ARTICLE VI

The name and address of the persons who shall serve as Directors until the first annual meeting of the shareholders, or until their successors shall have been elected and qualified is as follows:

William L. Larsen  
326 Stirrup Key Blvd.  
Marathon, FL 33050

#### ARTICLE VII

The name and address of the initial incorporators are as follows:

William L. Larsen  
326 Stirrup Key Blvd.  
Marathon, FL 33050

#### ARTICLE VIII

The shareholders shall have the power to adopt, amend, alter, change or repeal the Articles of Incorporation when proposed and approved at a shareholder's meeting with not less than a majority vote of the common stock.

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**ARTICLE IX**

No stock of this corporation shall be issued or transferred to any person who is not an officer or director of this corporation, except with the consent of the Board of Directors, evidenced by resolution duly passed at the regular meeting of the Board, or at a special meeting called for that purpose.

**ARTICLE X****ACKNOWLEDGMENT AND CONSENT OF REGISTERED AGENT**

Having been made initial Registered Agent to accept service of process of the corporation at the initial registered office designated in these Articles of Incorporation, I hereby accept such status and consent to act in this capacity and agree to comply with all the requirements of the law pertaining thereto.

  
Franklin D. Greenman  
Registered Agent

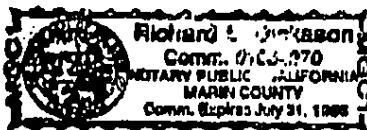
IN WITNESS WHEREOF, the undersigned has made and subscribed to these Articles of Incorporation on this 26 day of Feb., 1997.

  
William L. Larsen

STATE OF FLORIDA )  
COUNTY OF MANZ )

BEFORE ME, an officer duly authorized in the State aforesaid and in the County aforesaid, to take acknowledgments personally appeared WILLIAM LARSEN, who is personally known to me or who has produced DAVID'S LICENSE as identification and who (did) (did not) take an oath and who executed the foregoing Articles of Incorporation, and he acknowledged before me that he executed the same for the purposes therein expressed.

WITNESS my hand and official seal in the County and State aforesaid, this 26<sup>th</sup> day of FEBRUARY, 1997.



  
Notary Public, State of Florida  
My Commission Expires:

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**FLORIDA DEPARTMENT OF STATE**

**Sandra B. Mortham**  
Secretary of State

**February 26, 1997**

**EMPIRE**

**SUBJECT: LMC TRADING CORPORATION**  
**REF: W97000004649**

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**ARTICLE OF INCORPORATION**  
**LMC TRADING CORPORATION**

**ARTICLE I**  
**NAME OF CORPORATION**

The name of this corporation shall be: LMC TRADING CORPORATION

**ARTICLE II**  
**GENERAL NATURE OF BUSINESS**

The general nature of the business to be transacted by this Corporation shall be to engage in any and all lawful business permitted under the laws of the United States and the State of Florida.

**ARTICLE III**  
**CAPITAL STOCK**

This Corporation is authorized to issue 1000 shares of Common Stock, par value \$0.01 (one U.S. cent) per share.

**ARTICLE IV**  
**PREEMPTIVE RIGHTS**

Every shareholder, upon the sale for cash or any new common stock of this Corporation, shall have the right to purchase their pro rata share (as nearly as may be done without issuance of fractional shares) at the price at which it is offered to others.

**ARTICLE V**  
**INITIAL REGISTERED OFFICE**

The street address of the registered office of this Corporation is:  
141 NE 3<sup>RD</sup> AVE SUITE 206  
MIAMI, FL 33132

The Name of the initial REGISTERED AGENT of this Corporation is:

**LUIZ MARCELO CASTRO**

PREPARED BY:  
THE LAW OFFICES OF RICARDO SANTIAGO SANCHEZ  
RICARDO SANTIAGO SANCHEZ, ESQ.,  
FLA. BAR # 835283  
141 NE 3<sup>RD</sup> AVE 9<sup>TH</sup> FLOOR, MIAMI, FL 33132 (305) 373-6211

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**ARTICLE VI**  
**INITIAL BOARD OF DIRECTORS**

This Corporation shall have 1 Director(s) initially, the number of Directors may be either increased or diminished from time to time the bylaws, but shall never be less than one (1). The initial Director(s) of this Corporation is/are:

**-PRESIDENT-**  
**LUIZ MARCELO CASTRO**

**ARTICLE VII**  
**INCORPORATOR**

The name and address of the person signing this article is:

**LUIZ MARCELO CASTRO**  
**10650 SW 157 COURT APT 205**  
**MIAMI, FL 33196**

**ARTICLE VIII**  
**INDEMNIFICATION**

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

**ARTICLE IX**  
**MANAGEMENT OF CORPORATION SHAREHOLDERS**

All Corporate powers shall be exercised by or under the authority of, and the business and affairs of this Corporation shall be managed under the Director of, shareholders of this Corporation.

**ARTICLE X**  
**BYLAWS**

The power to adopt, after, amend or repeal by-laws shall be vested on the **BOARD OF DIRECTORS** and the **SHAREHOLDER**.

**IN WITNESS WHEREOF**, The undersigned incorporator has executed these Article of Incorporation this 19 DAY OF FEBRUARY OF 1997

H97000003355

  
Incorporator

H97000003355

**CERTIFICATE DESIGNATING THE ADDRESS AND AN  
AGENT UPON WHOM PROCESS MAY BE SERVED**

**WITNESSETH:**

THAT LMC TRADING CORPORATION DESIRING TO  
ORGANIZE UNDER THE LAWS OF THE STATE OF FLORIDA, WHICH WILL  
HAVE ITS PRINCIPAL OFFICE IN THE COUNTY OF DADE , STATE OF  
FLORIDA HAS APPOINTED:

**LUIZ MARCELO CASTRO**

AS ITS AGENT ACCEPT SERVICE OF PROCESS WITHIN THE STATE.

**ACKNOWLEDGMENT:**

HAVING BEEN NAMED BY THE FIRST BOARD OF DIRECTORS OF:

**LMC TRADING CORPORATION**

TO ACCEPT SERVICE OF PROCESS FOR THE ABOVE STATED CORPORATION  
AT THE PLACE DESIGNATED IN THIS CERTIFICATE, I HEREBY AGREE TO  
ACT IN THE CAPACITY OF REGISTERED AGENT FOR SAID CORPORATION,  
AND AGREE TO COMPLY WITH THE APPLICABLE PROVISION OF THE FLO -  
RIDA STATUTES.

THIS 19 DAY OF FEBRUARY , 1997.

  
\_\_\_\_\_  
Registered Agent

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