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Lilliam Vivancos
2305 S.W. 34 Avenue
Miami, Fl 33145
Tel. (305) 569-9429

Division Of Corporations
P.O. Box 6327
Tallahassee, Fl 32314

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-02/26/97--01002--010
*****122.50 *****122.50

Re: Lily's Medical Supplies, Inc.

To Whom it May Concern:

Enclosed please find Articles of Incorporation that need to be filed, along with a check in the amount of \$122.50 for filing charge.

Thank You,

Lilliam Vivancos
Lilliam Vivancos

Encl.

3/3/97

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

97 FEB 25 PM 2:28

FILED

THIS INSTRUMENT PREPARED BY:
LILLIAM VIVANCOS
2305 S.W. 34TH AVENUE
MIAMI, FLORIDA 33145
(305) 569-9429

RECEIVED
2/18/97

ARTICLES OF INCORPORATION

OF

LILY'S MEDICAL SUPPLIES, INC.

I, the undersigned incorporator of this corporation under Florida Statute 607, as amended, do hereby associate myself to form a corporation and adopt the following Articles of Incorporation.

ARTICLE I

The name of this corporation is:

LILY'S MEDICAL SUPPLIES, INC.

The mailing address for the Corporation is:

2305 S.W. 34TH AVENUE, MIAMI, FLORIDA 33145

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TALLAHASSEE, FLORIDA

ARTICLE II

PURPOSE AND NATURE OF BUSINESS

The purposes of this corporation and general nature of the business to be conducted are as follows:

A. To engage in any business activity or endeavor which is lawful under the laws of the State of Florida, and the United States of America.

ARTICLE III

DURATION OF CORPORATION

This corporation is to have perpetual existence commencing on the date of execution and acknowledgment of these Articles of Incorporation.

ARTICLE IV

CAPITAL STOCK

The maximum number of shares of stock which this corporation is authorized to have outstanding at any one time is one hundred (100) shares of Common Stock, each share having no par value.

ARTICLE V

INITIAL CAPITAL CONTRIBUTION

The amount of capital with which this corporation shall begin business shall not be less than Five Hundred (\$500.00) Dollars.

ARTICLE VI

SUBSCRIBERS

The name and address of the subscriber of these Articles of Incorporation and the number of shares he has elected to take are as follows:

<u>SUBSCRIBER</u>	<u>ADDRESS</u>	<u>NUMBER OF SHARES</u>
MARIA MARTELL	2305 S.W. 34TH AVE. MIAMI, FL 33145	50
LILLIAM VIVANCOS	2305 S.W. 34TH AVE. MIAMI, FL 33145	50

ARTICLE VII

DIRECTORS

The initial number of Directors of this corporation shall be two (2). The number of Directors may either be increased or decreased from time to time by a vote of the stockholders in conformity with the By-Laws of the Corporation but shall never be less than one (1).

ARTICLE VIII

INITIAL BOARD OF DIRECTORS

The names and addresses of the members of the initial Board of Directors who, subject to the provisions of the Certificate of Incorporation, the By-Laws and the Corporation Laws of the State of Florida, shall hold office for the first year of the corporation's existence, or until their successors are elected and qualified, are

<u>NAME</u>	<u>ADDRESS</u>
MARIA MARTELL	2305 S.W. 34TH AVE. MIAMI, FL 33145
LILLIAM VIVANCOS	2305 S.W. 34TH AVE. MIAMI, FL 33145

ARTICLE IX

VOTING RIGHTS

Except as otherwise provided by law, the entire voting power for the election of Directors and for all other purposes shall be vested exclusively in the holders of the outstanding common shares.

ARTICLE X

PREEMPTIVE RIGHTS

Every shareholder, upon the sale for cash of any new stock of this corporation of the same kind, class or series as that which he already holds, shall have the right to purchase his pro rata share thereof (as nearly as may be done without issuance of fractional shares) at the price at which it is offered to others.

ARTICLE XI

INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial registered office of this corporation is 2305 S.W. 34TH AVE. MIAMI, FL 33145, and the name of the initial Registered Agent of this corporation at that address is MARIA MARTELL.

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CLERK OF DISTRICT COURT
MIAMI, FLORIDA

ARTICLE XII

INDEMNIFICATION

The corporation shall indemnify any Officer or Director, or any former Officer or Director, to the full extent permitted by law.

DATED: February 18, 1997

M. Martell
MARIA MARTELL

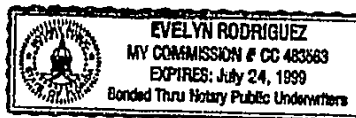
STATE OF FLORIDA)
)SS
COUNTY OF DADE)

BEFORE ME, the undersigned authority, personally appeared MARIA MARTELL, to me well known to be the person described in and who executed the foregoing Certificate of Incorporation, and who acknowledged before me, according to law, that he made and subscribed the same for the purposes therein mentioned and set forth.

IN WITNESS WHEREOF, I have hereunto set my hand and official seal at Miami, Dade County, Florida, this 18 day of February, 1997.

E. Rodriguez
Notary Public, State of
Florida at Large

My Commission Expires:



LILY'S MEDICAL SUPPLIES, INC.

CERTIFICATE DESIGNATING PLACE OF BUSINESS OR DOMICILE FOR THE
PURPOSES OF PROCESS WITHIN FLORIDA, NAMING AGENT UPON PROCESS

_____ MAY BE SERVED _____

IN COMPLIANCE WITH SECTION 48.091, FLORIDA STATUTES, THE
FOLLOWING IS SUBMITTED:

FIRST, THAT LILY'S MEDICAL SUPPLIES, INC. IS DESIRING TO ORGANIZE OR
QUALIFY UNDER THE LAWS OF THE STATE OF FLORIDA, WITH ITS PRINCIPAL
PLACE OF BUSINESS AT THE CITY OF MIAMI, STATE OF FLORIDA, HAS NAMED
MARIA MARTELL 2305 S.W. 34TH AVENUE, MIAMI, FLORIDA 33145, AS ITS AGENT
TO ACCEPT SERVICE OF PROCESS WITHIN FLORIDA.

Signature: M. Martell
MARIA MARTELL

Title: Subscriber

Date: February 18, 1997

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Having been named to accept services of process for the above stated corporation,
at the place designated in this certificate, I hereby agree to act in this capacity, and I
further agree to comply with the provisions of all statutes relative to the proper and
complete performance of my duties.

Signature: M. Martell
MARIA MARTELL
(Registered Agent)

Date: February 18, 1997