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4/03/97

FLORIDA DIVISION OF CORPORATIONS
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TO: DIVISION OF CORPORATIONS

FAX #: (904)922-4001

FROM: ACE INDUSTRIES, INC.
CONTACT: PAM FRIEDMAN
PHONE: (305)358-2571

ACCT#: 070744001530

FAX #: (305)358-7832

NAME: ACC-MED SYSTEMS, INC.

AUDIT NUMBER.....H97000005464

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

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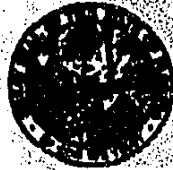
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97 APR -3 PM 4:03
SECRETARY OF STATE
TALLAHASSEE, FLORIDA



FLORIDA DEPARTMENT OF STATE
Sandra B. Northam
Secretary of State

April 3, 1997

ACE INDUSTRIES INC

SUBJECT: ACC-MED SYSTEMS, INC.
REF: W97000007735

We received your electronically transmitted document. However, the document has not been filed. Please make the following corrections and refax the complete document, including the electronic filing cover sheet.

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If you have any questions concerning the filing of your document, please call (904) 487-6934.

Loris Poole
Corporate Specialist

FAX Aud. #: H97000005464
Letter Number: 997A00016759

Division of Corporations - P.O. BOX 6327 - Tallahassee, Florida 32314

H97-5464

ARTICLES OF INCORPORATION
OF
ACC-MED SYSTEMS, INC.

FILED
97 APR -3 PM 4:03
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The undersigned files these Articles of Incorporation in order to form a Corporation under the Laws of the State of Florida.

ARTICLE I

The name of this corporation shall be ACC-MED SYSTEMS, INC. The existence of this corporation shall commence upon the filing of these Articles of Incorporation and shall continue perpetually unless dissolved according to law.

ARTICLE II

The corporation is being organized for the purpose of transacting any and all lawful business permitted under the laws of the State of Florida and the laws of the United States.

ARTICLE III

The authorized capital of this corporation shall consist of Ten Thousand Shares of common stock with par value of One (\$1.00) Dollar per share. All of the stock will be payable in cash, real or personal property, or labor or services in lieu of cash, the valuation of any of the above to be fixed by the board of directors of this corporation.

ARTICLE IV

The address of the initial principal office and the name and address of it's registered agent shall be as follows:

ANDREW BRINSON
3303 N.W. 211 ST.
MIAMI, FL 33056

H97-5464

PREPARED BY:
ACS INDUSTRIES, INC.
64 NW 11th Street
Miami, FL 33136
305-388-2871

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ARTICLE V

The initial board of directors of the corporation shall be composed of one person. The name and address of this corporation's directors are as follows:

ARTICLE VI

The name and address of the incorporator of this corporation is:

ANDREW BRINSON
3303 N.W. 211 ST.
MIAMI, FL 33056

ARTICLE VII

The corporation, by duly adopted action of the board of directors, may indemnify and insure its officers and directors to the extent now or hereafter, permitted by law.

IN WITNESS WHEREOF, the undersigned, being the original incorporator of the above named corporation, for the purpose of forming a corporation to do business both within and without the State of Florida, pursuant to the laws of the State of Florida, does hereby execute and file these Articles, declares and certifies that the facts herein stated are true this 02nd of April, 1997.

Andrew Brinson
ANDREW BRINSON

STATE OF FLORIDA)
COUNTY OF DATE)

Before me, a notary public authorized to take acknowledgements in the State and County above named, personally appeared ANDREW BRINSON, known to me and known by me to be the person who executed the foregoing Articles of Incorporation.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed my official seal, in the State and County aforesaid, this 02nd day of April, 1997.



MAYRA DOLLADO
MY COMMISSION # 0000110 EXPIRES
July 2, 1997
BONDED THROUGH TITUS FARM INSURANCE, INC.

Mayra Dollado
NOTARY PUBLIC, STATE OF FLORIDA
AT LARGE

MY COMMISSION EXPIRES:

ACCEPTANCE OF APPOINTMENT OF REGISTERED AGENT

The undersigned hereby accepts the appointment of registered agent contained in the foregoing Articles of Incorporation.

H97-5464

Andrew Brinson
ANDREW BRINSON