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 Mailing Address: Post Office Box 10149, Tallahassee, FL 32302  
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**Matter No.:** \_\_\_\_\_ **Express Mail No.** \_\_\_\_\_

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HE: Medical International  
CAV USA, Inc

**C.C. FEE DISCU**

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UCC I or 3 file \_\_\_\_\_  
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SECRETARY OF STATE  
 TALLAHASSEE, FLORIDA

97 APR -14 AM 11:33  
 FILED

**Subtotals**

RECEIVED  
 1937 APR - 4 PM 10: 03  
 DIVISION OF CORPORATION  
 PREPAID  
 BALANCE DUE  
 TAX on corporate supplies  
 SUBTOTAL  
 DISBURSED  
 FEE

REQUEST	TAKEN	CONFIRMED	APPROVED
DATE	4/4/97		
TIME	9:30		ck No.
BY	AD		

**WALK-11**  
**Will Pick Up** \_\_\_\_\_

Please remit invoice number with payment  
TERMS: NET 10 DAYS FROM INVOICE DATE  
1% per month or 1% per Annum  
1st 30 Days, 10% per Annum.

**THANK YOU**  
from  
**Your Capital City**

**FILED**  
97 APR -4 AM 11:33  
SECRETARY OF STATE  
TALLAHASSEE FLORIDA

## **ARTICLES OF INCORPORATION**

**OF**

### **MEDICAL INTERNATIONAL CARD USA, INC.**

The undersigned subscriber to these Articles of Incorporation make, subscribe and acknowledge the following Articles of Incorporation under the laws of the State of Florida.

#### **ARTICLE I - NAME OF CORPORATION**

The name of the corporation shall be: MEDICAL INTERNATIONAL CARD USA, INC.

#### **ARTICLE II - TERM OF EXISTENCE**

The corporation shall begin its corporate existence as of the filing of these Articles of Incorporation and shall exist perpetually.

#### **ARTICLE III - GENERAL PURPOSE**

This corporation is organized for the purpose of transacting any and all lawful business for corporations organized under the Business Corporation Act of the State of Florida.

#### **ARTICLE IV - CAPITAL STOCK**

The aggregate number of shares which the corporation shall have authority to issue shall be 7,500 shares of common stock with a par value of \$1.00 per share.

#### **ARTICLE V - PRINCIPAL OFFICE**

The principal place of business of the corporation shall be:

7130 South Orange Blossom Trail, Suite 139, Orlando, Florida 32809.

The Board of Directors may from time to time designate such other address and place for the principal office of this corporation as it may see fit.

#### **ARTICLE VI - INITIAL REGISTERED OFFICE AND AGENT**

The initial registered agent of the corporation shall be Mario A. Ragazzo, at the registered address of 7130 South Orange Blossom Trail, Suite 139, Orlando, Florida 32809.

#### **ARTICLE VII - INITIAL BOARD OF DIRECTORS**

A. The initial number of directors of the corporation shall be two (2).

B. The number of Directors of the corporation may be increased or decreased from time to time pursuant to the By-Laws adopted by the shareholders, but shall never be less than the minimum number of directors required by applicable law.

C. The name and address of the initial members of the Board of Directors, who shall hold office until their successors are duly elected and qualified, are:

Mario A. Ragazzo, 7130 South Orange Blossom Trail, Suite 139, Orlando, Florida 32809.

Gerardo Gutierrez, 7310 South Orange Blossom Trail, Suite 139, Orlando, Florida 32809.

#### **ARTICLE VIII - INCORPORATOR**

The name and address of the person signing these Articles of Incorporation is Mario A. Ragazzo, 7130 South Orange Blossom Trail, Suite 139, Orlando, Florida 32809.

#### **ARTICLE IX - AMENDMENT TO ARTICLES**

These Articles of Incorporation may be amended in any manner permitted by law.

#### **ARTICLE X - RESTRICTIONS ON TRANSFER OF STOCK**

Shares held by shareholders may not be resold or otherwise transferred to other persons unless such shares are first offered to the remaining


shareholders and to the Corporation. The price and terms at which, and the time within which, such shares may be offered and sold shall be further specified and set forth in the By-laws.

IN WITNESS WHEREOF, the subscriber affixed his signature this 3rd day of April, 1997.

  
Mario A. Ragazzo

STATE OF FLORIDA  
COUNTY OF ORANGE

The foregoing Articles of Incorporation were acknowledged before me this 3rd day of April, 1997, by MARIO A. RAGAZZO, who is personally known to me, who did not take an oath and who executed the foregoing Articles of Incorporation.

  
Alba B. Payas  
Notary Public  
My Commission expires  
April 17, 1997



**ACCEPTANCE BY REGISTERED AGENT**

The undersigned, Mario A. Ragazzo as registered agent appointed in accordance with the foregoing Articles of Incorporation, does hereby accept such appointment, and does hereby state that she is familiar with and accepts the obligations imposed pursuant to Florida Statutes 607.325 of the Florida Professional Service Corporation Act.

  
Mario A. Ragazzo

97 APR-18 10:33  
FILED  
TALLAHASSEE  
SECRETARY OF STATE  
FLORIDA