

PA7000035779

FRIEDMAN & HEYDASCH, P.A.

ATTORNEYS AT LAW • RECHTSANWÄLTE

NICHOLAS R. FRIEDMAN, J.D. (RET.)
ADMITTED IN FLORIDA, AND ASSOCIATE MEMBER
OF THE BAR OF THE FEDERAL REPUBLIC OF GERMANY

AXEL HEYDASCH, J.D., LL.M. IN TAXATION
ADMITTED IN FLORIDA AND NEW YORK

ELISE B. GENZMER, J.D.
ADMITTED IN FLORIDA

OF COUNSEL:

JEROME H. SHEVIN, P.A.

WOLF M. NIETZER, M.C.L., J.C.B.
ADMITTED IN NEW YORK AND
THE FEDERAL REPUBLIC OF GERMANY

NEW WORLD TOWER
100 NORTH BISCAYNE BOULEVARD
30TH FLOOR
MIAMI, FLORIDA 33132

TELEPHONE (305) 358-8400
TELEFAX (305) 377-0111
E-MAIL Haas@aol.com

April 17, 1997

Secretary of State
Division of Corporations
P.O. Box 6237
Tallahassee, FL 32399

100002149411--6
-04/21/97--01129--004
*****70.00 *****70.00

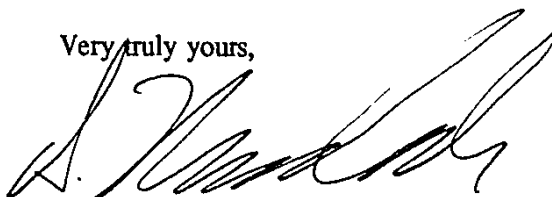
Re: GLOBAL MEDICAL ANALYSIS, INC.

Dear Sir or Madam:

Enclosed please find the Articles of Incorporation for the above referenced company, together with a check in the amount of \$70.00. Kindly return a copy of the Articles with the log-in stamp as soon as possible. I have enclosed a prepaid return envelope for your convenience.

Thank you for your attention in this matter. If you have any questions, please do not hesitate to contact our office.

Very truly yours,



AXEL HEYDASCH
Attorney-at-law

AH:ms

Enclosures

97 APR 21 PM 1:05

97/22/17

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS

97 APR 21 PM 1:05

**ARTICLES OF INCORPORATION
OF
GLOBAL MEDICAL ANALYSIS, INC.**

The undersigned incorporator hereby forms a corporation under Chapter 607 of the laws of the State of Florida.

ARTICLE I. NAME

The name of the corporation shall be:

GLOBAL MEDICAL ANALYSIS, INC.

The address of the principal office of this corporation shall be 100 North Biscayne Boulevard, 30th Floor, Miami, Florida 33132.

ARTICLE II. NATURE OF BUSINESS

This corporation may engage or transact in any or all lawful activities or business permitted under the laws of the State of Florida or any other state, county, territory or nation.

ARTICLE III. CAPITAL STOCK

The maximum number of shares of stock that this corporation is authorized to have outstanding at any one time is 100 shares of common stock having \$1.00 per value share.

ARTICLE IV. REGISTERED AGENT

The Registered Agent will be attorney Axel Heydasch, 100 North Biscayne Boulevard, 30th Floor, New World Tower, Miami, Florida 33132.

FRIEDMAN & HEYDASCH, P.A.

NEW WORLD TOWER, 100 NORTH BISCAYNE BOULEVARD, 30TH FLOOR, MIAMI, FLORIDA 33132, TELEPHONE (305) 358-8400, TELEFAX (305) 377-0111

ARTICLE V. TERM OF EXISTENCE

This corporation is to exist perpetually.

ARTICLE VI. DIRECTORS

The name(s) and address(es) of the initial Director(s) of this corporation who shall hold office for the first year until his/their successor(s) is/are chosen, shall be:

Gabriele Gruber
Paul Petersgasse 2
A-2384 Breitenfurt
Austria

ARTICLE VII. OFFICERS

The names and addresses of the initial officers of the corporation who shall hold office for the first year of the corporation, or until their successors are duly elected or appointed are:

President/Secretary: Gabriele Gruber
Paul Petersgasse 2
A-2384 Breitenfurt
Austria

ARTICLE VIII. INCORPORATOR

The name and address of the incorporator to these Articles of Incorporation:

Axel Heydasch
Attorney at Law
100 North Biscayne Blvd.
30th Floor
Miami, Florida 33132

FRIEDMAN & HEYDASCH, P.A.

NEW WORLD TOWER, 100 NORTH BISCAYNE BOULEVARD, 30TH FLOOR, MIAMI, FLORIDA 33132, TELEPHONE (305) 358-8400, TELEFAX (305) 377-0111

FILED
CLERK OF STATE
CORPORATIONS
97 APR 21 PM 1:05


ARTICLE IX. PREEMPTIVE RIGHTS

The shares of the corporation shall be endowed with preemptive rights, entitling the shareholders thereof to purchase any additional new issues of stock in direct proportion to their ownership of existing stock.

ARTICLE X. INDEMNIFICATION OF OFFICERS AND DIRECTORS

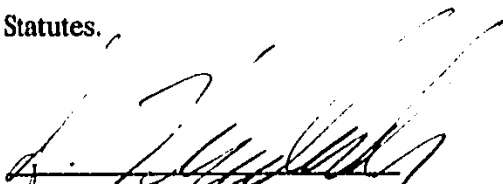
The corporation does hereby indemnify each of the Officers and Directors for any of their conduct on behalf of or related to their duties as officers or directors of the corporation and holds them harmless for any acts on behalf of or in connection with their services for the corporation.

IN WITNESS WHEREOF, the undersigned incorporator has hereunto set his hand and seal this 17th day of April, 1997.


Axel Heydasch
Incorporator

**ACCEPTANCE OF REGISTERED AGENT AND DESIGNATED IN
ARTICLES OF INCORPORATION**

The undersigned, Axel Heydasch, a resident of Dade County, Florida, whose address is 100 North Biscayne Blvd., 30th Floor, New World Tower, Miami, Florida 33132, having been designated as the Resident Agent in the above and foregoing Articles, is familiar with and accepts the obligations of the position of Registered Agent under Chapter 607 of the Florida Statutes.


Axel Heydasch

FRIEDMAN & HEYDASCH, P.A.