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ACCOUNT NO. : 072100000032

REFERENCE : 338825 80697A

AUTHORIZATION :

COST LIMIT : \$ PREPAID

ORDER DATE : April 22, 1997

ORDER TIME : 9:13 AM

ORDER NO. : 338825-010

CUSTOMER NO: 80697A

CUSTOMER: Diana Ross, Legal Asst  
ADLER TOLAR & ADLER

Suite 4  
1700 Northeast 26th Street  
Fort Lauderdale, FL 33305

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-04/22/97--01007--024  
\*\*\*\*122.50 \*\*\*\*122.50

DOMESTIC FILING

NAME: GLOBAL MED FIRST, INC.

EFFECTIVE DATE:

XX ARTICLES OF INCORPORATION  
       CERTIFICATE OF LIMITED PARTNERSHIP

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

XX CERTIFIED COPY  
       PLAIN STAMPED COPY  
       CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Daniel W Leggett

EXAMINER'S INITIALS: \_\_\_\_\_

97  
102  
11:16  
FBI  
TOLAR

RECEIVED  
97  
APR 22 AM 9:53  
TOLAR

64 APR 22 1997

ARTICLES OF INCORPORATION

OF

GLOBAL MED FIRST, INC.

ARTICLE I.

NAME

The name of this corporation is

GLOBAL MED FIRST, INC.

ARTICLE II.

PRINCIPAL OFFICE

The principal office of this corporation and the mailing address

of this corporation is:

1493 Southeast 17th Street

Fort Lauderdale, FL 33316

ARTICLE III.

DURATION: EFFECTIVE DATE

This corporation shall exist perpetually, commencing as of  
the date of the filing of these Articles.

FILED  
97 APR 22 AM 11:16  
SEE  
TALLAHASSEE, FLORIDA

ARTICLE IV.

PURPOSES

This corporation may engage in any activity or business permitted under the laws of the United States of America and of this State.

ARTICLE V.

CAPITAL STOCK

This corporation shall be authorized to issue Common Stock. The par value and authorized issue of such classes of stock are as follows:

	<u>PAR VALUE</u>	<u>AUTHORIZED ISSUE</u>
Class A Voting Common	\$.01 per share	1000 shares

ARTICLE VI.

REGISTERED OFFICE AND REGISTERED AGENT

The name of the initial Registered Agent of this corporation and the street address of the initial Registered Office are CHRISTINE H. GRENET; 1493 Southeast 17th Street, Fort Lauderdale, Florida 33316. The Registered Agent, by her execution of these Article of Incorporation as incorporator, accepts the appointment as registered agent and agrees to comply with the provisions of all statutes relative thereto, including the obligations of §607.0501, Florida Statutes.

ARTICLE VII.

INITIAL BOARD OF DIRECTORS

This corporation shall have one (1) director initially. The number of directors may be either increased or decreased from time to time as provided in the Bylaws, but shall never be less than one (1). The name and address of the initial director of this corporation is EDUARDO GRENET, 1493 Southeast 17th Street, Fort Lauderdale, Florida 33316.

ARTICLE VIII.

INCORPORATOR

The name and address of the person signing these Articles of Incorporation are

EDUARDO GRENET  
1493 Southeast 17th Street  
Fort Lauderdale, Florida 33316

ARTICLE IX.

AMENDMENT

This corporation reserves the right to amend or repeal any provisions contained in these Articles of Incorporation, or any amendment hereto, and any right conferred upon the shareholders is subject to this reservation.

ARTICLE X.

BYLAWS

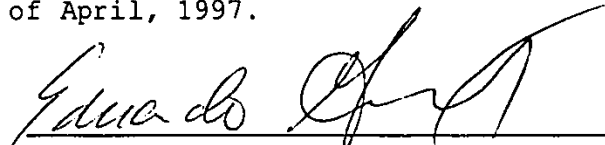
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The initial Bylaws shall be adopted by the Board of Directors. The power to alter, amend, or repeal the Bylaws or adopt new Bylaws is vested in the Board of Directors, subject to repeal or change by action of the shareholders holding voting stock of the corporation.

ARTICLE XI.

INFORMAL SHAREHOLDER ACTION

The holders of not less than a majority of the issued and outstanding shares of the voting stock of the corporation may act by written agreement without a meeting, as provided in Florida Statutes 607.0704 and the Bylaws.

IN WITNESS WHEREOF, the undersigned executes these Articles of Incorporation this 8 day of April, 1997.

  
\_\_\_\_\_  
EDUARDO GRENET/INCORPORATOR

CERTIFICATE DESIGNATING PLACE OF BUSINESS OR DOMICILE FOR THE SERVICE OF  
AND PROCESS WITHIN THE STATE, NAMING AGENT UPON WHOM PROCESS MAY BE  
SERVED, AND NAMES AND ADDRESSES OF THE OFFICERS AND DIRECTORS.

The following is submitted in compliance with Chapter 607.037, F.S.:

GLOBAL MED FIRST, INC., organized under the laws of the State of Florida,  
with its principal office at 1493 Southeast 17th Street, Fort Lauderdale,  
Florida 33316, has named CHRISTINE H. GRENET, located at 1493 Southeast  
17th Street, Fort Lauderdale, Florida 33316 as its Agent to accept  
service of process within the State.

NEWLY ELECTED OFFICERS:

<u>Name &amp; Title</u>	<u>Address</u>
EDUARDO GRENET - President	1493 Southeast 17th Street Fort Lauderdale, FL 33316
MICHELE SOLINO - Secretary/ Treasurer	1493 Southeast 17th Street Fort Lauderdale, FL 33316

NEWLY APPOINTED DIRECTORS:

EDUARDO GRENET  
MICHELE SOLINO

I agree, as Registered Agent, to accept service of process; to keep  
office open during prescribed hours; to post my name in some conspicuous  
place in office as required by law.

*Christine H. Grenet*

CHRISTINE H. GRENET  
Registered Agent

FILED  
97/03/22 11:16  
TALLAHASSEE  
FLORIDA