

P.97000036687



ACCOUNT NO. : 072100000032
REFERENCE : 337931 107793A
AUTHORIZATION : Patricia Puyet
COST LIMIT : \$ 70.00

FILED
97 APR 21 AM 11:24
SEL
TALLAHASSEE FLORIDA

ORDER DATE : April 21, 1997
ORDER TIME : 1:34 PM
ORDER NO. : 337931-005
CUSTOMER NO: 107793A
CUSTOMER: Mr. David Pinkston
PINKSTON AND COHEN, P.A.
P. O. Box 4608
Jacksonville, FL 32201

700002148447--4

DOMESTIC FILING

NAME: SLEEPWELL DIAGNOSTICS, INC.

EFFECTIVE DATE:

XX ARTICLES OF INCORPORATION
 CERTIFICATE OF LIMITED PARTNERSHIP

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

 CERTIFIED COPY
XX PLAIN STAMPED COPY
 CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Paula K. Kendrick
EXAMINER'S INITIALS: _____

RECEIVED
97 APR 21 PM 2:39
DIVISION OF CORPORACION

00634

APR 21 1997

697-997



FLORIDA DEPARTMENT OF STATE
Sandra B. Mortham
Secretary of State

April 21, 1997

CSC NETWORKS
1201 HAYS ST.
TALLAHASSEE, FL 32301-2607

SUBJECT: SLEEPWELL DIAGNOSTICS, INC.
Ref. Number: W97000009197

We have received your document for SLEEPWELL DIAGNOSTICS, INC. and the authorization to debit your account in the amount of \$70.00. However, the document has not been filed and is being returned for the following:

According to section 607.0202(1)(b) or 617.0202(1)(b), Florida Statutes, you must list the corporation's principal office, and if different, a mailing address in the document. If the principal address and the registered office address are the same, please indicate so in your document.

Please return your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (904) 487-6052.

Sandy Ng
Document Specialist

Letter Number: 797A00020399

RESUBMIT

Please give original
submission date as file date.

RECEIVED
97 APR 21 AM 11:20
DIVISION OF CORPORATIONS

ARTICLES OF INCORPORATION
OF
SLEEPWELL DIAGNOSTICS, INC.

FILED
97 APR 21 AM 11:24
TALLAHASSEE, FLORIDA

The undersigned, for the purpose of forming a corporation under the Florida General Corporation Act, does hereby adopt the following Articles of Incorporation:

ARTICLE I. CORPORATE NAME AND PRINCIPAL ADDRESS.

The name of this Corporation shall be **Sleepwell Diagnostics, Inc.**, with its principal address at 2328 Beachcomber Trail, Atlantic Beach, Florida 32233.

ARTICLE II. NATURE OF BUSINESS AND POWERS.

The general nature of the business to be transacted by this corporation is to engage in any and all business permitted under the laws of the state of Florida.

ARTICLE III. CAPITAL STOCK.

The maximum number of shares of stock that this corporation is authorized to issue and have outstanding at any one time is one hundred million shares of common stock, having a par value of one cent per share.

ARTICLE IV. TERM OF EXISTENCE.

This corporation shall have perpetual existence.

ARTICLE V. REGISTERED AGENT AND INITIAL REGISTERED OFFICE.

The Registered Agent and the street address of the initial registered office of this corporation in the state of Florida shall be:

Cynthia L. Johnson
2328 Beachcomber Trail
Atlantic Beach, Florida 32233

The Board of Directors from time to time may move the registered office to any other address in the state of Florida.

ARTICLE VI. BOARD OF DIRECTORS.

This corporation shall have four serve on the board of directors initially as follows:

Timothy C. Castle, President
13475 Highway 32 West
Ambrose, Georgia 31512

Robert Michael Poland, CEO
2328 Beachcomber Trail
Atlantic Beach, Florida 32233

Cynthia Lauders Johnson, Executive Vice President, Secretary, Treasurer
2328 Beachcomber Trail
Atlantic Beach, Florida 32233

Dr. Robert R. Reppy, Executive Vice President
2327 Curlew Avenue
Clearwater, Florida 34623

The number of directors may be increased or diminished from time to time by by-laws adopted by the stock holders, but shall never be less than one (1).

ARTICLE VII. INITIAL DIRECTOR.

The name of the initial director of this corp and the street address is:

Timothy C. Castle
13475 Highway 32 West
Ambrose, Georgia 31512

The person named as initial director shall hold office for the first year of existence of this corporation or until his successor is elected or appointed and have qualified, whichever occurs first.

ARTICLE VIII. INCORPORATOR.

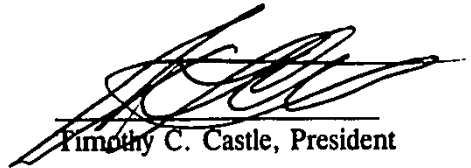
The name and street address of the person signing these Articles of Incorporation as the Incorporator is:

Timothy C. Castle
13475 Highway 32 West
Ambrose, Georgia 31512

ARTICLE IX. AMENDMENT.

These Articles of Incorporation may be amended in the manner provided by law. Every amendment shall be approved by the Board of Directors, proposed by them to the stockholders and approved at a stockholders' meeting by at least a majority of the stock entitled to vote, unless all of the directors and all of the stockholders sign a written statement manifesting their intention that a certain amendment of these Articles of Incorporation be made.

IN WITNESS WHEREOF, the undersigned, as incorporator, has executed the foregoing Articles of Incorporation on April 4/12, 1997.



Timothy C. Castle, President

STATE OF FLORIDA
COUNTY OF DUVAL

BEFORE ME, a notary public, personally appeared Timothy C. Castle, to me known to be the person described as Incorporator and who executed the foregoing Articles of Incorporation, and acknowledged to and before me that he subscribed to these Articles of Incorporation on April 14, 1997. Affiant is personally known to me.



Notary Public, Coffee County, Georgia
Commission Expires May 1, 1999

Notary Public, State of Florida

My Commission expires:


**CERTIFICATE DESIGNATING PLACE OF BUSINESS OR DOMICILE FOR
THE SERVICE OF PROCESS WITHIN THIS STATE, NAMING AGENT
UPON WHOM PROCESS MAY BE SERVED**

In pursuance of Chapter 48.091, Florida statutes, the following is submitted, in compliance with said Act:

FIRST--That **SLEEPWELL DIAGNOSTICS, INC.**, desiring to organize under the laws of the State of Florida, with its principal place of business as indicated in the Articles of Incorporation at the City of Jacksonville, County of Duval, State of Florida, has named Cynthia L. Johnson, located at 2328 Beachcomber Trail, Atlantic Beach, Florida 32233 as its agent to accept service of process within this State.

ACKNOWLEDGEMENT: (MUST BE SIGNED BY DESIGNATED AGENT)

Having been named to accept service of process for the above stated corporation, at place designated in this certificate, I hereby accept to act in this capacity, and agree to comply with the provisions of said Act relative to keeping open said office.



Cynthia L. Johnson, Registered Agent

FILED
97 APR 21 AM 11:24
STATE
TALLAHASSEE FLORIDA