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ARTICLES OF INCORPORATION

OF

MEDICAL ELECTRONIC DEVICES, INC.

Med,
404 President
Melbourne, Fl. 32901

~~SECRET~~

SECRET
DIVISION OF STATE
CORPORATIONS
97 MAY 20 AM 9:42

Doc 5/20



FLORIDA DEPARTMENT OF STATE
Sandra B. Mortham
Secretary of State

May 12, 1997

MICHAEL S. SCOTT
404 CRESCENT DRIVE
MELBOURNE, FL 32901

SUBJECT: MEDICAL ELECTRONICS, INC.
Ref. Number: W97000010847

We have received your document for MEDICAL ELECTRONICS, INC. and your check(s) totaling \$122.50. However, the enclosed document has not been filed and is being returned for the following correction(s):

The corporate name must be identical throughout the document.

The name designated in your document is unavailable since it is the same as, or it is not distinguishable from the name of an existing entity. Simply adding "of Florida" or "Florida" to the end of an entity name **DOES NOT** constitute a difference. Please select a new name and make the substitution in all appropriate places. One or more words may be added to make the name distinguishable from the one presently on file.

When the document is resubmitted, please return a copy of this letter to ensure that your document is properly handled.

If you have any questions about the availability of a particular name, please call (904) 488-9000.

We regret that we were unable to contact you by phone. Please return the corrected document with a letter providing us with a telephone number where you can be reached during working hours.

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) 487-6926.

Teresa Brown
Corporate Specialist

Letter Number: 797A00025173

ARTICLES OF INCORPORATION
OF
MEDICAL ELECTRONIC DEVICES, INC.

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ARTICLE I - NAME

The name of the corporation is MEDICAL ELECTRONIC DEVICES, INC.

ARTICLE II - ADDRESS

The initial principal office of the corporation is 404 Crescent Dr. Melbourne, FL 32901. The initial mailing address is the same. The Board of Directors may, from time to time, move the principal office and/or mailing address to any other address.

ARTICLE III - DURATION

The term of existence of this corporation shall be perpetual.

ARTICLE IV - PURPOSE

The purpose of the Corporation is to transact any and all business lawful under the laws of the State of Florida.

ARTICLE V - CAPITAL STOCK

The aggregate number of shares of stock which the Corporation has authority to issue is 1000, all of which shall be common shares with a par value of \$1.00 each.

ARTICLE VI - SECTION 1244 STOCK

It is the intention of the Incorporators that the stock of this Corporation shall qualify as Small Business Company Stock pursuant to Section 1244 of the Internal Revenue Code.

ARTICLE VII - PREEMPTIVE RIGHTS

Each shareholder, upon the sale for cash of any new stock of this Corporation, shall be entitled to the full pre-emptive rights to purchase his pro-rata share thereof (as nearly as may be done without issuance of fractional shares) at the price at which it is offered to others.

ARTICLE VIII - INITIAL REGISTERED OFFICE AND AGENT

The address of the initial registered office of the Corporation shall be 404 Crescent Dr. Melbourne, FL 32901. The name of the initial registered agent at such address is Michael S Scott. The Board of Directors may, from time to time, move the registered office to any other address within the State of Florida.

ARTICLE IX - INITIAL BOARD OF DIRECTORS

The Board of Directors of the Corporation shall consist of at least one member. The number of directors may be either increased or decreased from time to time by amending the By-Laws of the Corporation. The name and address of the initial directors are:

<u>NAME</u>	<u>OFFICE</u>	<u>ADDRESS</u>
Bruce J Nelson	President	404 Crescent Dr Melbourne, FL 32901
Michael S Scott	Secretary/ Treasurer	404 Crescent Dr Melbourne, FL 32901

ARTICLE X - INCORPORATORS

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

<u>NAME</u>	<u>ADDRESS</u>
Michael S Scott	Secretary/ Treasurer 404 Crescent Dr Melbourne, FL 32901

ARTICLE XI - BY-LAWS

The power to adopt, alter, amend, or repeal by-laws shall be vested in the Board of Directors and the Shareholders.

ARTICLE XII - INDEMNIFICATION

The Corporation shall indemnify any officer or director, or any former officer or director, to the full extent permitted by law.

ARTICLE XIII - SUBCHAPTER "S" ELECTION

It is the intent of the Incorporators to file the appropriate Subchapter "S" Internal Revenue Code Election (IRS Form 2553) at the Organizational Meeting hereof.

IN WITNESS WHEREOF, the undersigned subscriber has executed these Articles of Incorporation this 15 day of April 1997.

Michael S Scott
Secretary

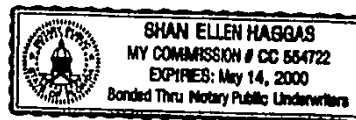
STATE OF FLORIDA
COUNTY OF BREVARD

BEFORE ME, personally appeared Michael S Scott known by me to be the person described in and who executed the foregoing instrument, and he acknowledged to and before me that he executed said instrument for the purposes therein contained. .

IN WITNESS WHEREOF, I have set my hand and affixed my official seal, in the state and county aforesaid this 15 day of April 1997.

Shan Ellen Haggas
Notary Public

My commission expires:



I, Michael S Scott, understand the duties and responsibilities of registered agent and accept the position of registered agent for Medical Electronic Devices, Inc.

Michael S Scott
Signed

4-15-97
Date

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