

P97000052591

June 08, 1997

Department of State, Division of Corporations
Post Office Box 6327
Tallahassee, FL 32314

Re: AMERICAN DIABETES SERVICES, INC.

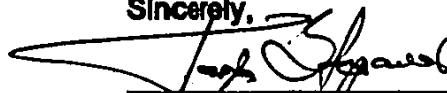
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*****70.00 *****70.00

Ladies and Gentlemen:

Please find enclosed for filing one original and one copy of the Articles of Incorporation of American Diabetes Services, Inc. Also enclosed is a check in the amount of \$70.00 as the appropriate filing fee.

Please return the copy, stamped to show the date of filing, to the undersigned.

Sincerely,



Tanya Stepanian
3605 S. Ocean Blvd, Apt 137 A, S. Palm
Beach, FL 33480

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**ARTICLES OF INCORPORATION
OF
AMERICAN DIABETES SERVICES, INC.**

ARTICLE I

The name of the Corporation is American Diabetes Services, Inc.

ARTICLE II

The principal place of business and mailing address of this corporation shall be 3605 S. Ocean Blvd, Apt 137 A, S. Palm Beach, FL 33480.

ARTICLE III

The aggregate number of shares which the Corporation has authority to issue is 1,000 shares of common stock with no par value.

ARTICLE IV

The address of the initial registered office of the Corporation is 3605 S. Ocean Blvd, Apt 137 A, S. Palm Beach, Florida 33480, and the name of the Corporation's initial registered agent for service of process at such address is Tarja Stepanian.

ARTICLE V

The name and address of the incorporator to these Articles of Incorporation is:
Tarja Stepanian, 3605 S. Ocean Blvd, Apt 137 A, S. Palm Beach, FL 33480.

IN WITNESS WHEREOF, I have hereunto set my hand this 6th day of

June 1997



Tarja Stepanian
3605 S. Ocean Blvd, Apt 137 A, S. Palm Beach, FL
33480

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
97.09.12 PM 2:03

CERTIFICATE OF DESIGNATION
REGISTERED AGENT/REGISTERED OFFICE

Pursuant to the provisions of sections 607.0501 or 617.0501, Florida Statutes, the undersigned corporation, organized under the laws of the State of Florida, submits the following statement in designating the registered office/registered agent, in the State of Florida.

1. The name of the corporation is: American Diabetes Services, Inc.
2. The name of the registered agent and office is:

Tarja Stepanian
3605 S. Ocean Blvd, Apt 137 A, S. Palm Beach, Florida 33480

HAVING BEEN NAMED AS REGISTERED AGENT AND TO ACCEPT SERVICE OF PROCESS FOR THE ABOVE STATED CORPORATION AT THE PLACE DESIGNATED IN THIS CERTIFICATE, I HEREBY ACCEPT THE APPOINTMENT AS REGISTERED AGENT AND AGREE TO ACT IN THIS CAPACITY. I FURTHER AGREE TO COMPLY WITH THE PROVISIONS OF ALL STATUTES RELATING TO THE PROPER AND COMPLETE PERFORMANCE OF MY DUTIES, AND I AM FAMILIAR WITH AND ACCEPT THE OBLIGATIONS OF MY POSITION AS REGISTERED AGENT.

SIGNATURE _____

DATE _____


08-09-97