

P.97.000062147

CLAIMANT EMPLOYMENT SERVICES, INC.

132 Dublin Drive
Lake Mary, Florida 32746

City/State/Zip

Phone #

Office Use Only

FILED STATE
SECRETARY OF CORPORATIONS
DIVISION OF CORPORATIONS
97 JUL 17 PM 12:32

CORPORATION NAME(S) & DOCUMENT NUMBER(S), (if known):

1. _____
(Corporation Name) (Document #)
2. _____
(Corporation Name) (Document #)
3. _____
(Corporation Name) (Document #)
4. _____
(Corporation Name) (Document #)

- Walk in Pick up time _____ Certified Copy
 Mail out Will wait Photocopy Certificate of Status

NEW FILINGS	
<input type="checkbox"/>	Profit
<input type="checkbox"/>	NonProfit
<input type="checkbox"/>	Limited Liability
<input type="checkbox"/>	Domestication
<input type="checkbox"/>	Other

AMENDMENTS	
<input type="checkbox"/>	Amendment
<input type="checkbox"/>	Resignation of R.A., Officer/ Director
<input type="checkbox"/>	Change of Registered Agent
<input type="checkbox"/>	Dissolution/Withdrawal
<input type="checkbox"/>	Merger

000002233400--7
-07/09/97--01020--003
*****70.00 *****70.00

OTHER FILINGS	
<input type="checkbox"/>	Annual Report
<input type="checkbox"/>	Fictitious Name
<input type="checkbox"/>	Name Reservation

REGISTRATION/ QUALIFICATION	
<input type="checkbox"/>	Foreign
<input type="checkbox"/>	Limited Partnership
<input type="checkbox"/>	Reinstatement
<input type="checkbox"/>	Trademark
<input type="checkbox"/>	Other

W97-15932
ST
7/17

Examiner's Initials	
---------------------	--



FLORIDA DEPARTMENT OF STATE
Sandra B. Mortham
Secretary of State

July 10, 1997

CLAIMANT EMPLOYMENT SERVICES, INC.
132 DUBLIN DRIVE
LAKE MARY, FL 32746

SUBJECT: STERLING MEDICAL ENTERPRISES; INC.
Ref. Number: W97000015932

We have received your document for **STERLING MEDICAL ENTERPRISES, INC.** and your check(s) totaling \$70.00. However, the enclosed document has not been filed and is being returned for the following correction(s):

Section 607.0120(6)(b), or 617.0120(6)(b), Florida Statutes, requires that articles of incorporation be executed by an incorporator.

The document must contain written acceptance by the registered agent, (i.e. "I hereby am familiar with and accept the duties and responsibilities as registered agent.")

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 (850) 487-6924.

Sharon Tala
Document Specialist Supervisor

Letter Number: 297A00035532

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
97 JUL 17 PM 12:32

ARTICLES OF INCORPORATION

THIS IS TO CERTIFY:

That the undersigned, Gordon R. Butler, whose post office address is 132 Dublin Drive, Lake Mary, Florida 32746, being at least eighteen (18) years of age, does hereby form a corporation under the general laws of the State of Florida, and for such purpose does hereby make, execute and adopt the following Articles of Incorporation:

ARTICLE I: The name of this corporation is (which is hereinafter called the corporation) shall be:

Sterling Medical Enterprises, Inc.

ARTICLE II: The principal post office for the transaction of business of this corporation shall be located in the County of Seminole, State of Florida at 132 Dublin Drive, Lake Mary, FL 32746. Gordon R. Butler shall be designated as the statutory resident agent of the corporation for the State of Florida. His address is 132 Dublin Drive, Lake Mary, Florida 32746.

ARTICLE III: The general purposes for which this corporation is formed, and the business and objects to be carried on and promoted by it, are as follows:

(a) To sell and promote medical supplies and services to individuals and medical care facilities.

(b) To engage in or carry on any other business which may conveniently be conducted in conjunction with any of the business of this corporation and in general to do any and all things and exercise any and all powers which may now or hereafter be lawful for this corporation to do or exercise under and in pursuance of the laws of the State of

(a) To operate, maintain, buy, own, construct, improve, sell, convey, assign, mortgage or lease any real estate and any personal property necessary or incident to the furtherance of the business of this corporation:

(b) To borrow money and issue evidence of indebtedness in furtherance of any or all of the objects of its business, to secure the same by mortgage, deed of trust, pledge, or other lien:

(c) To enter into any kind of activity, and to perform and carry out contracts of any kind necessary to, or in conjunction with, or incidental to the accomplishment of the purposes of this corporation:

(d) Insofar as permitted by law, to do any other thing that will promote the business of the corporation.

The foregoing enumeration of specific powers shall not be deemed to limit or restrict in any manner the general powers of this corporation, and the enjoyment of the exercise thereof, as conferred by the General Laws of the State of Florida.

ARTICLE IV: The total number of shares of stock which this corporation has authority to issue is Ten Thousand (10,000) shares of the par value of One Dollar (\$1.00) a share, all of one class, and having an aggregate par value of Ten Thousand Dollars (\$10,000.00). The authorized stock of this corporation shall be common stock.

ARTICLE V: The number of Directors of the Corporation shall be three (3) which number may be increased or decreased pursuant to the By-Laws of the Corporation, but shall never be less than three, provided that:

1) If there is no stock outstanding, the number of directors may be less than three but not less than one: and

2) If there is stock outstanding and so long as there are less than three stockholders, the number of directors may be less than three but not less than the number of stockholders.

The names and addresses who shall act until the first annual meeting or until their

NAME

ADDRESS

Scott E. Hanson

2816 Sun Lake Loop, #312
Lake Mary, Florida 32746

Kerri S. Widmer

2399 Red Barn Road
Marietta, Georgia 30009

Kent G. Butler

4519 Old Canyon Court
N. Las Vegas, Nevada 89031

ARTICLE VI: The following provisions are hereby adopted for the purpose of defining, limiting and regulating the powers of the Corporation and of the directors and stockholders:

a) The Board of Directors of the Corporation is hereby empowered to authorize the issuance from time to time of shares of its stock of any class, whether now or hereafter authorized, or securities convertible into shares of its stock of any class or classes, whether now or hereafter authorized.

b) The Board of Directors of the Corporation may classify or reclassify any unissued stock by setting or changing in any one or more respects, from time to time before issuance of such stock, the preferences, conversion or other rights, voting powers, restrictions, limitations as to dividends, qualifications, and terms of conditions of redemption of such stock,

c) The Corporation reserves the right to amend its Charter so that such amendment may alter the contract rights, as expressly set forth in the Charter, of any outstanding stock, and any objecting stockholder whose rights may or shall be thereby substantially adversely affected shall not be entitled to demand and receive payment of the face value of his stock.

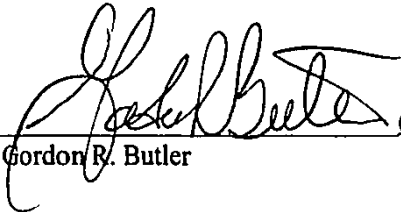
The enumeration and definition of a particular power of the Board of Directors included in the foregoing shall in no way be limited or restricted by reference to or inference from the terms of any other clause of this or any other articles of the Charter of

ARTICLE VII: Except as may otherwise be provided by the Board of Directors, no holder of any shares of the capital stock of the Corporation shall have any pre-emptive right to purchase, subscribe for, or otherwise acquire any shares of stock of the Corporation of any class now or hereafter authorized, or any securities exchangeable for or convertible into such shares, or any warrants or other instruments evidencing rights or options to subscribe for, purchase or otherwise acquire such shares.

ARTICLE VIII: The period of existence and duration of the life of this Corporation shall be perpetual.

IN WITNESS WHEREOF, I have signed these Articles of Incorporation this 5th day of July, 1997 and acknowledge same to be my act and deed.

I hereby am familiar with and accept the duties and responsibilities as registered agent.

 (SEAL)
Gordon R. Butler

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
97 JUL 17 PM 12:32