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Reply to Naples

August 6, 1997

Via Federal Express

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State of Florida
Division of Corporations
409 East Gaines Street
Tallahassee, FL 32399

Re: Marriott Medical, Inc.

Gentlemen:

Enclosed herewith please find an original and one copy of the Articles of Incorporation for the above- referenced corporation. Please file the original and return the copy certified to me at your earliest convenience.

This firm's check in the amount of \$122.50 is enclosed for the required filing fee. If you have any questions or need additional information, please feel free to contact me.

Very truly yours,

ANNIS, MITCHELL, COCKEY,
EDWARDS & ROEHN, P.A.

AL AUG - 8 1997

Thomas B. Garlick

TBG/jpw
Enclosures

FILED
97 AUG - 7 PH 1:26
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLES OF INCORPORATION
OF
MARRIOTT MEDICAL, INC.

FILED

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The undersigned incorporator to these Articles of Incorporation hereby forms a corporation under the laws of the State of Florida as follows:

ARTICLE I

Name and Address

The name of this Corporation is: Marriott Medical, Inc. The mailing address of the Corporation is: 1010 Fifth Avenue South (Suite 302), Naples, Florida 34102. The street address of the Corporation is: 1010 Fifth Avenue South (Suite 302), Naples, Florida 34102.

ARTICLE II

Term of Existence

This Corporation shall have perpetual existence, commencing upon the date of filing of these Articles with the Florida Department of State.

ARTICLE III

Purpose

This Corporation is organized for the purpose of transacting any and all lawful business.

ARTICLE IV

Capital Stock

This Corporation is authorized to issue 5,000,000 shares of one cent (\$.01) par value common stock, which shall be designated Common Shares.

ARTICLE V

Initial Registered Office and Agent

The street address of the initial registered office of this Corporation is 8889 Pelican Bay Boulevard, Suite 300, Naples, Florida 34108, and the name of its initial registered agent at such address is Thomas B. Garlick.

ARTICLE VI

Incorporator

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

<u>Name</u>	<u>Address</u>
Jonni Cooper	1010 Fifth Avenue South Suite 302 Naples, Florida 34102

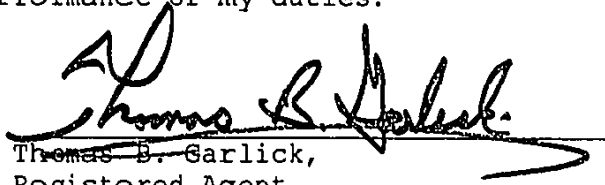
IN WITNESS WHEREOF, the undersigned subscriber executed these Articles of Incorporation, this 6th day of August, 1997.



Jonni Cooper,
Incorporator

ACCEPTANCE BY REGISTERED AGENT

Having been named Registered Agent and designated to accept service of process for the within-named Corporation, at the place designated herein, I hereby agree to act in this capacity, and I further agree to comply with the provisions of all statutes relative to the proper and complete performance of my duties.


Thomas B. Garlick,
Registered Agent

Dated: August 6, 1997

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SEC. OF STATE
TALLAHASSEE, FLORIDA