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NAME: THE LASER MEDICAL CENTER, INC.
AUDIT NUMBER.....H97000014730
DOC TYPE.....FLORIDA PROFIT CORPORATION OR P.A.
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Secretary of State

September 8, 1997

ANDY MARTINEZ, P.A.
8360 W. FLAGLER ST. #205
MIAMI, FL 33144

SUBJECT: THE LASER MEDICAL CENTER, INC.
REF: W97000020553

We received your electronically transmitted document. However, the document has not been filed. Please make the following corrections and refax the complete document, including the electronic filing cover sheet.

ARTICLE VI STATES THAT THERE ARE TWO (2) INITIAL DIRECTORS BUT ONLY ONE (1) IS LISTED. PLEASE LIST THE OTHER DIRECTOR.

If you have any further questions concerning your document, please call (850) 487-6878.

John Nedeau
Document Specialist

FAX Aud. #: H97000014730
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H 97000014730

ARTICLES OF INCORPORATION

OF

THE LASER MEDICAL CENTER, INC.

The undersigned, acting as incorporator of a corporation under the Florida General Corporation Act, adopts the following Articles of Incorporation for such corporation:

ARTICLE I

The name of this corporation shall be: THE LASER MEDICAL CENTER, INC.

ARTICLE II

Corporate existence is perpetual.

ARTICLE III

The purpose of the corporation is to engage in any activities or business permitted under the laws of the United States and the State of Florida.

ARTICLE IV

The corporation shall have the authority to issue 1,000 shares all in one class, \$1.00 par value.

ARTICLE V

The initial principal address and registered offices of the corporation in the State of Florida shall be : 8360 W Flagler St., #205, Miami, Florida 33144. The Board of Directors may from time to time move their principal offices to any address within the State of Florida. The registered agent is: Ricardo Sabates. Address: 290 West 49th Street, Hialeah FL 33012.

Prepared By:

ANDY MARTINEZ, C.P.A.
a Professional Association
8360 W. Flagler St., Suite 205
Miami, FL 33144
(305)-559-3000

ANDY MARTINEZ, P.A.
8360 W. FLAGLER ST. #205
MIAMI, FLORIDA 33144

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EXPIRE CORPORATE KIT

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ARTICLE VI

The number of directors constituting its initial Board of Directors are ONE (1) whose names and addresses are:

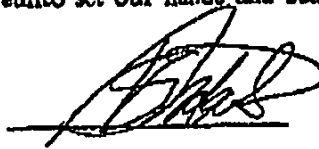
NAME/ADDRESS

Ricardo Sabates
290 W. 49th Street
Hialeah, FL 33012

ARTICLE VII

The stock of the corporation may be issued pursuant to the provisions under *1244 of Internal Revenue Code in order for the stockholders of the corporation may receive the benefits thereunder.

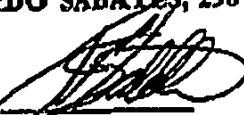
IN WITNESS WHEREOF: We have hereunto set our hands and seals this 21st day of May 1997.



ARTICLE VIII

The name of the incorporator is RICARDO SABATES, 290 W. 49th Street, Hialeah, FL 33012.

Signature



Incorporator

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ANDY MARTINEZ, P.A.
8380 W. FLAGLER ST. #203
MIAMI, FLORIDA 33144

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EMPIRE CORPORATE KIT

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ARTICLE IX

Preemptive rights shall be as follows: Subject to the restrictions of the Florida General Corporation Act, the holders of the common stock of this corporation shall have the preemptive rights to purchase, at prices, terms and have conditions that shall be fixed by the Board of Directors as may be issued for money (money, or any property or services) from time to time, in addition to that stock authorized (and issued) by the corporation. The preemptive right of any holder is determined by the ratio of the authorized (authorized and issued) shares of common stock held by the holder to all shares of common stock currently authorized (and issued).

**CERTIFICATE OF DESIGNATION
REGISTERED AGENT/REGISTERED OFFICE**

Pursuant to the provisions of Section 607.325, 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 : **THE LASER MEDICAL CENTER, INC.**
2. The name and address of the registered agent is:

Ricardo Sabates
290 W. 49th Street
Hialeah, FL 33012

SIGNATURE _____

(Corporate Officer)

TITLE _____

DATE _____

6-2-97

HAVING BEEN NAMED TO ACCEPT SERVICE OF PROCESS FOR THE ABOVE-
STATED CORPORATION, AT PLACE DESIGNATED IN THIS CERTIFICATE, IN
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 AND OBLIGATIONS
OF SECTION 607.325, FLORIDA STATUTES.

SIGNATURE _____

DATE _____

6-2-97

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ANDY MARTINEZ, P.A.
8360 W. FLAGLER ST. #205
MIAMI, FLORIDA 33144

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