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Michael K. Sullivan
3201 B Gardens East Drive
Palm Beach Gardens, Florida 33410

August 4, 1997

The Department of State Division of Corporations
P.O. Box 6327
Tallahassee, FL 32314

RE: New Filing / Innovative Medical Products, Inc.

Dear Secretary of State:

Please find enclosed the original plus one copy and filing fees of \$122.50 of the Articles of Incorporation and Registered Agent Designation form for the above named corporation.

This office is requesting that after you file the articles and the name of the registered agent and issue the certificate, to please send a copy and a certified copy of the articles back to this office in the return envelope provided.

Thank you for your prompt attention to this matter.

Sincerely,


Michael K. Sullivan

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SECRETARY OF STATE
DIVISION OF CORPORATIONS
97 SEP -5 AM 11:00

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**ARTICLES OF INCORPORATION
OF
INNOVATIVE MEDICAL PRODUCTS, INC.**

The undersigned incorporator hereby forms a corporation under Chapter 607 of the laws of the State of Florida.

ARTICLE I. NAME

The name of the corporation shall be:

INNOVATIVE MEDICAL PRODUCTS, INC.

The address of the principal office of this corporation shall be:

Innovative Medical Products, Inc.
1900 Corporate Blvd.
Suite 400 East
Boca Raton, Florida 33431

and the mailing address shall be the same.

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DIVISION OF CORPORATIONS
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ARTICLE II. NATURE OF BUSINESS

This corporation may engage or transact in any or all lawful activities or business permitted under the laws of the United States, the State of Florida or any other state, country, territory or nation.

ARTICLE III. CAPITAL STOCK

The maximum number of shares of stock that this corporation is authorized to have outstanding at any one time is 7,500 shares of common stock having \$1.00 par value per share.

ARTICLE IV. REGISTERED AGENT

The street address of the initial registered office of the corporation shall be 1933 Tom-A-Toe Road, Lantana, Florida 33462, and the name of the initial Registered Agent of the corporation at that address is Timothy J. Morell.

ARTICLE V. TERMS OF EXISTENCE

This corporation is to exist perpetually.

ARTICLE VI. INCORPORATOR

The name and street address of the incorporator to these Articles of Incorporation:

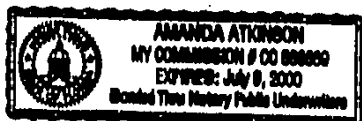
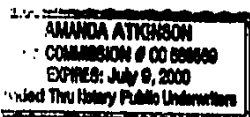
Michael K. Sullivan
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Palm Beach Gardens, Florida 33410

IN WITNESS WHEREOF, the undersigned agent has hereunto set his hand and seal this 31st day of July 1997, to the foregoing Articles of Incorporation.


Michael K. Sullivan

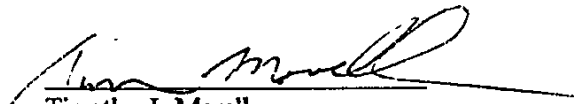
SWORN TO AND SUBSCRIBED before me
the 31st day of July, 1997.


Notary Public



**ACCEPTANCE OF REGISTERED AGENT DESIGNATED
IN ARTICLES OF INCORPORATION**

Timothy J. Morell, authorized to transact business in this State, having a business office identical with the registered office named above, and having been designated as the Registered Agent in the above and foregoing Articles, is familiar with and accepts the obligations of the position of Registered Agent under Section 607.0505, Florida Statutes.


Timothy J. Morell

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
97 SEP -5 AM 11:01