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EJM Law Forms and Paralegal
Services, Inc.

September 15, 1997

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

RE: INTERNATIONAL MODERN MEDICAL, INC

100002295471--2
-09/17/97--01065--005
*****78.75 *****78.75

Dear Sir:

Enclosed is an original and one (1) copy of the Articles of Incorporation and a check for filing fee in the amount of \$78.75 which includes a certificate of status.

PLEASE RETURN THE STAMPED COPY OF ARTICLES TO:

ELIZABETH J. MONTGOMERY
6211-1 BAY CLUB DR
FT. LAUDERDALE, FL 33308

D. BROWN SEP 18 1997

ARTICLES OF INCORPORATION

The undersigned incorporator, for the purpose of forming a corporation under the Florida Business Corporation Act, hereby adopts the following Articles of Incorporation.

ARTICLE I NAME

The name of the corporation shall be:

INTERNATIONALMODERN MEDICAL, INC

ARTICLE II PRINCIPAL OFFICE

1525 S. ANDREWS AVE, SUITE 214
FT. LAUDERDALE, FL 33316

The principal place of business and mailing address of this corporation shall be:

1525 S. ANDREWS AVE, SUITE 214
FT. LAUDERDALE, FL 33316

ARTICLE III SHARES

The number of shares that this corporation is authorized to have outstanding at any time is:

ONE THOUSAND (1000)

ARTICLE IV INITIAL REGISTERED AGENT AND STREET ADDRESS

The name and address of the initial registered agent is:

ELIZABETH J. MONTGOMERY
6211-1 BAY CLUB DR
FT. LAUDERDALE, FL 33308

ARTICLE V OFFICERS AND DIRECTORS

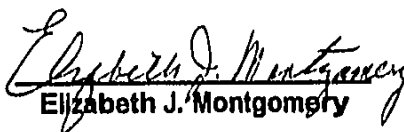
Pres/Dir: Victor H. Shabanah, 1525 S. Andrews Ave, Ste. 214, Ft. Lauderdale, FL 33316
Sec/Treas: Aleida O. Shabanah, 1525 S. Andrews Ave, Ste. 214, Ft. Lauderdale, FL 33316

ARTICLE VI INCORPORATOR

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

ELIZABETH J. MONTGOMERY
6211-1 BAY CLUB DR
FT. LAUDERDALE, FL 33308

The undersigned incorporator has executed these articles of incorporation the 12th day of September 1997.


Elizabeth J. Montgomery

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

PURSUANT TO THE PROVISIONS OF SECTION 607.0501, 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: INTERNATIONAL MODERN MEDICAL, INC

2. The name and address of the registered agent and office is:

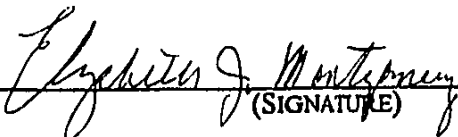
ELIZABETH J. MONTGOMERY
(NAME)

6211-1 BAY CLUB DR.

(P.O. Box or Mail Drop Box **NOT** ACCEPTABLE)

FT. LAUDERDALE, FL 33308
(CITY/STATE/ZIP)

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)

9/15/97
(DATE)