



# THE COMPANY CORPORATION

1313 N. Market Street • Wilmington, Delaware 19801-1151 • Telephone: (302) 575-0440 • Fax: (302) 575-1346

97 OCT -9 AM 9:56

SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

October 3, 1997

Corporate Records Bureau  
Division of Corporations  
P.O. Box 6327  
Tallahassee, FL 32314

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-10/09/97--01054--003  
\*\*\*\*\*70.00 \*\*\*\*\*70.00

RE: DiaMedis, Inc.  
P3364710DIMCC

Dear Sir or Madam:

Enclosed please find Articles of Incorporation (and related documents, if appropriate) and our check in the amount of \$70.00 for DiaMedis, Inc.

Please file at your earliest convenience and return confirmation to my attention at the address which is listed above.

Please feel free to contact our Non Delaware Filings Department with questions regarding the enclosed, (302) 575-0440, Ext. 7003.

Very truly yours,

Wendy Snow  
Corporate Service Incorporator

enc.

P. Hall  
OCT 10 1997

# ARTICLES OF INCORPORATION

OF

**DiaMedis, Inc.**

FILED

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SECRETARY OF STATE  
TALLAHASSEE, FLORIDA


The undersigned natural person(s), of the age of 21 or more, acting to form a corporation under the corporate laws of the state of Florida do hereby certify the following:

- FIRST: The name of the corporation shall be **DiaMedis, Inc.**
- SECOND: The address of the initial registered office of the corporation is 200 - A John Knox Road, Tallahassee, FL 32303-6643, County of Leon. The name of the registered agent located at said address is Larry Wolfe.
- THIRD: The principal address of the corporation 612 Florida Avenue, Palm Harbor, FL 34682.
- FOURTH: The purpose for which this corporation is organized shall be to engage in any lawful act or activity for which corporations may be organized under the Florida Business Corporation Act.
- FIFTH: The total authorized stock of this corporation is divided into 1,500 shares at no par value.
- SIXTH: The number of directors constituting the initial board of directors is two, and the name(s) and address(es) who will serve as director(s) until the first annual meeting of shareholders or until their successors are as follows:
- Thomas D. McCarthy 10204 Altavista Avenue, Suite 103, Tampa, FL 33647.  
Krishna M. Jain 5549 Blue Spruce Lane, Kalamazoo, MI 49009.
- SEVENTH: The duration of the corporation is perpetual.
- EIGHT: This is a Close Corporation.
- NINTH: The name(s) and address(es) of the person(s) who are to act as incorporator(s) are as follows:

Wendy Snow

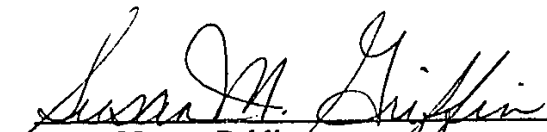
c/o The Company Corporation  
1313 N. Market Street  
Wilmington, DE 19801

We (I), the undersigned, being all the incorporators of the corporation identified above, declare that we have examined the foregoing this 2nd day of October, 1997.

  
\_\_\_\_\_  
State of Delaware

County of New Castle

THE FOREGOING instrument was acknowledged and sworn to before me this 2nd day of October, by Wendy Snow.

  
\_\_\_\_\_  
Notary Public

SUSAN M. GRIFFIN  
NOTARY PUBLIC - STATE OF DELAWARE  
MY COMMISSION EXPIRES OCT. 6, 2000

This document was prepared by Wendy Snow, 1313 N. Market Street,  
Wilmington, DE 19801 (302) 575-0440.

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SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

In compliance with Section 43.091, Florida Statutes, the following is submitted:

desiring to organize under the laws of the State of Florida with its principal place of business located in the city of Palm Harbor, State of Florida, has named Larry Wolfe located at

200-A John Knox Road, Tallahassee, FL 32303

\_\_\_\_\_ as its agent for service of process within Florida.

Having been named to accept service of process for the above stated corporation, at the place designated in this Certificate, 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.

*Long life*

**October 3, 1997**

Date \_\_\_\_\_