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MARLOWE, APPLETON, WEATHERFORD & SALZMAN, P.A.

Attorneys and Counselors at Law  
1031 WEST MORSE BOULEVARD  
SUITE 105  
WINTER PARK, FLORIDA 32789-3738  
(407) 629-5008

MICHAEL J. APPLETON  
MICHAEL L. MARLOWE  
WILLIAM P. WEATHERFORD, JR.  
GARY S. SALZMAN

PLEASE REPLY TO:  
POST OFFICE DRAWER 2366  
WINTER PARK, FLORIDA 32790-2366  
FACSIMILE (407) 740-0310

SUZANNE BARKETT  
*Of Counsel*

October 14, 1997

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

EFFECTIVE DATE  
10/15/97

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-10/17/97--01056--011  
\*\*\*122.50 \*\*\*122.50

Re: Articles of Incorporation of Hemaetech Medical Products, Inc.

Gentlemen:

Enclosed is the original and a copy of the Articles of Incorporation of Hemaetech Medical Products, Inc., together with a check for \$122.50 to cover the filing fee, fee for designation of registered agent and certified copy fee.

Because the corporation's existence commences on the date of execution of the Articles, please see that the Articles are filed on or before October 21, 1997.

Once the Articles of Incorporation have been filed, please return the certified copy to this office.

Sincerely yours,



William P. Weatherford, Jr.

WPWjr  
Enclosures

cc: Kristina R. de los Reyes, RN, BSN

E:WPW97-0410ART-INC.LTR

FILED  
97 OCT 17 PM 1:42  
TALLAHASSEE, FLORIDA

nc 10/20/97

EFFECTIVE DATE  
10-17-97

ARTICLES OF INCORPORATION

FILED

97 OCT 17 PM 1:42

OF

HEMAETECH MEDICAL PRODUCTS, INC.

DEPT. OF REVENUE  
TALLAHASSEE, FLORIDA

The undersigned, acting as incorporator of this Corporation pursuant to Chapter 607 of the Florida Statutes, hereby forms a corporation for profit under the laws of the State of Florida and adopts the following Articles of Incorporation for such Corporation:

ARTICLE I - NAME OF CORPORATION

The name of this Corporation shall be HEMAETECH MEDICAL PRODUCTS, INC.

ARTICLE II - PRINCIPAL OFFICE

The principal office of this Corporation shall be located at 1031 West Morse Boulevard, Suite 105, Winter Park, Florida 32789.

ARTICLE III - DATE OF EXISTENCE

This Corporation shall exist perpetually, commencing on the date of execution of these Articles of Incorporation.

ARTICLE IV - CAPITAL STOCK

The maximum number of shares of capital stock that this Corporation is authorized to issue and have outstanding at any one time is ten million (10,000,000) shares of common stock having a par value of One Cent (\$.01) per share.

ARTICLE V - INITIAL REGISTERED OFFICE  
AND REGISTERED AGENT

The initial street address of the registered office of this Corporation in the State of Florida shall be 1031 West Morse Boulevard, Suite 105, Winter Park, Florida 32789. The Board of Directors may from time to time move the registered office to any other address in Florida. The name of the initial registered agent of this Corporation at that address is William P. Weatherford, Jr. The Board of Directors may from time to time designate a new registered agent.

#### ARTICLE VI - INCORPORATOR

The name and address of the incorporator of this Corporation is:

<u>Name</u>	<u>Address</u>
Kristina R. de los Reyes, RN BSN	1111 North Gilbert Road, Suite 209A Gilbert, AZ 85234

#### ARTICLE VII - INITIAL BOARD OF DIRECTORS

- A. The initial number of directors of this Corporation shall be two (2).
- B. The number of directors may be increased or decreased from time to time in accordance with the Bylaws of this Corporation, but shall never be less than one (1).
- C. The names and addresses of the initial member of the Board of Directors, who shall hold office for the first year of existence of this Corporation or until their successors are elected or appointed and have qualified, are:

<u>Name</u>	<u>Address</u>
Kristina R. de los Reyes, RN BSN	1111 North Gilbert Road, Suite 209A Gilbert, AZ 85234
Michael R. Spielvogel	6080 Masters Boulevard Orlando, Florida 32819

#### ARTICLE VIII - INDEMNIFICATION

This Corporation shall indemnify any officer or director, or any former officer or director, to the full extent permitted by law.

#### ARTICLE IX - PRIVATE PROPERTY

The private property of the incorporator, stockholders, directors, officers and employees of the Corporation shall be forever exempt from corporate debts of any kind whatsoever, as provided under state laws.

IN WITNESS WHEREOF, the undersigned incorporator has made and subscribed these Articles of Incorporation at Winter Park, Florida, this 12<sup>th</sup> day of October, 1997.

Kristina R. de los Reyes  
Kristina R. de los Reyes, RN BSN

Having been named as registered agent for the above mentioned Corporation, at the place designated in the foregoing Articles of Incorporation, I hereby accept such designation and agree to act in such capacity, and I further agree to comply with the provisions of all statutes relative to the proper and complete performance of my duties as registered agent. I am familiar with, and accept the duties and obligations of, Section 607.0505 of the Florida Statutes.

Signature:

William P. Weatherford, Jr.

Date: October 12, 1997

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