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97 OCT 27 PM 2:02
TALLAHASSEE, FLORIDA

TRANSMITTAL LETTER

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

700002330067--9
-10/27/97--01060--014
****122.50 ****122.50

Re: Filing of Articles of Incorporation for: LEAR MEDICAL, INC.

Enclosed please find an original and (2) two copies of the articles of incorporation for the above corporation and a check in the amount of \$122.50.

FROM: RONALD A. PATELLA, CPA
6150 SOUTHWEST 8TH COURT
PLANTATION, FLORIDA 33317

Sincerely,


Ronald A. Patella

F. CHAMBERLAIN OCT 29 1997

**ARTICLES OF INCORPORATION FOR
LEAR MEDICAL, INC.**

**ARTICLES OF INCORPORATION FOR
LEAR MEDICAL, INC.**

**The undersigned, for the purpose of forming a corporation under the Florida
Business Corporations Act do hereby adopt the following Articles of Incorporation:**

**ARTICLE I
NAME**

The name of the corporation is LEAR MEDICAL, INC.

**ARTICLE II
OFFICES**

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

**7332 Northwest 5th Street
Plantation, Florida 33317**

**The corporation may have such other offices, either within or without the State of
Florida, as the board of directors may designate, or as the business corporation may
require from time to time.**

**ARTICLE III
PURPOSE**

The general purposes for which the corporation is organized are:

- 1. To engage in general services, including but not limited to:
RENTAL REAL ESTATE**
- 2. To transact any other lawful business for which corporations may be
incorporated under the Florida Business Corporation Act.**

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**ARTICLE IV
CAPITALIZATION AND SHARES**

The number of shares which the corporation is authorized to issue is 1000 common shares at .01 par value.

**ARTICLE V
REGISTERED AGENT**

The name and address of the initial registered agent shall be:

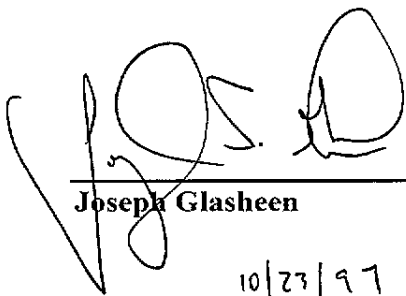
**JOSEPH GLASHEEN
7332 NORTHWEST 5TH STREET
PLANTATION, FLORIDA 33317**

**ARTICLE VI
DIRECTORS**

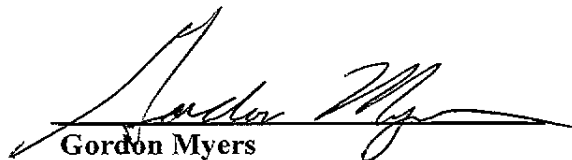
The number of directors constituting the initial board of directors are (2). The name and address of each director is:

**JOSEPH GLASHEEN
7221 SOUTHWEST 6TH STREET
PLANTATION, FLORIDA 33317**

**GORDON MYERS
4710 SOUTHWEST 136TH AVENUE
FORT LAUDERDALE, FLORIDA 33330**



Joseph Glasheen
10/23/97



Gordon Myers

**ARTICLE VII
INCORPORATES**

The name and address of each incorporate is:

**PRESIDENT
JOSEPH GLASHEEN
7221 SOUTHWEST 6TH STREET
PLANTATION, FLORIDA 33317**

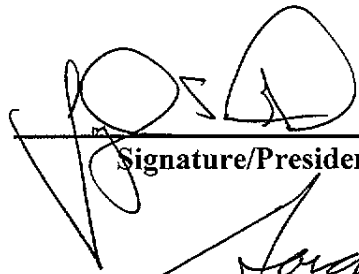
**VICE-PRESIDENT
GORDON MYERS
4710 SOUTHWEST 136TH AVENUE
FORT LAUDERDALE, FLORIDA 33330**

**TREASURER
JOSEPH GLASHEEN
7221 SOUTHWEST 6TH STREET
PLANTATION, FLORIDA 33317**

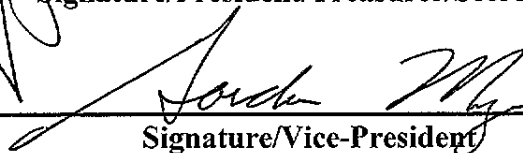
**SECRETARY
JOSEPH GLASHEEN
7221 SOUTHWEST 6TH STREET
PLANTATION, FLORIDA 33317**

The undersigned has (have) executed these Articles of Incorporation this

23rd day of OCTOBER, 1997



Signature/President/Treasurer/Secretary



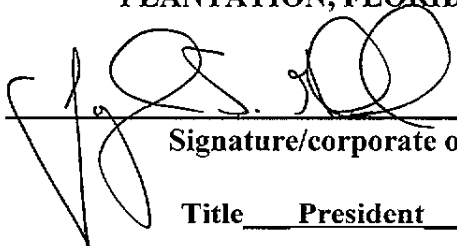
Signature/Vice-President

**CERTIFICATE OF DESIGNATION
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 statements in designating the registered office / registered agent, in the state of Florida.

1. The name of the corporation is: **LEAR MEDICAL, INC.**
2. The name and address of the registered agent and office is:

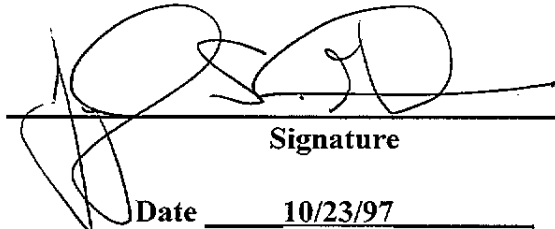
**JOSEPH GLASHEEN
7332 NORTHWEST 5TH STREET
PLANTATION, FLORIDA 33317**



Signature/corporate officer
Title President
Date 10/23/97

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Having been named as registered agent and to accept service of process for the above stated corporation at the place designated in the 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
Date 10/23/97