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AMERICAN MEDICAL DISCOUNT SUPPLIES, INC.
500 N.E. SPANISH RIVER BLVD. #24
BOCA RATON, FL 33431

November 21, 1997

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****122.50 ****122.50

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

Re: AMERICAN MEDICAL DISCOUNT SUPPLIES, INC.

Dear Sir/Madam:

Enclosed please find original and copy of Articles of Incorporation, Certificate designating Registered Agent and our check in the amount of \$122.50 representing filing fee, Registered Agent fee and certified copy fee.

Very truly yours,


LAWRENCE A. DICKSON

FILED
97 NOV 24 PM 2:32
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

401-11/25/97

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLES OF INCORPORATION
OF
AMERICAN MEDICAL DISCOUNT SUPPLIES, INC.

The undersigned subscriber to these Articles of Incorporation, a natural person competent to contract, hereby forms a corporation under the laws of the State of Florida.

ARTICLE I. NAME

The name of this corporation shall be American Medical Discount Supplies, Inc.

ARTICLE II. NATURE OF BUSINESS

This corporation may engage or transact 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 500 shares of common stock, having a par value of \$1.00 per share.

ARTICLE IV. ADDRESS

The street address of the initial registered office and principal office of the corporation shall be 500 N.E. Spanish River Blvd., Suite #24, Boca Raton, Florida, 33431. The name of the initial registered agent of the corporation at that address is Lawrence A. Dickson.

ARTICLE V. TERM OF EXISTENCE

This corporation is to exist perpetually.

ARTICLE VI. DIRECTORS

The corporation shall have four (4) directors, initially. The name and street address of the members of the Board of Directors is:

LAWRENCE A. DICKSON	1540 N.W. 14th Avenue Boca Raton, Fl 33486
JANINE DICKSON	1540 N.W. 14h Avenue Boca Raton, Fl 33486
GARY M. JANSON	1420 S.W. 19th Street Boca Raton, Fl 33486
SILVIA M. JANSON	1420 S.W. 19th Street Boca Raton, Fl 33486

ARTICLE VII. OFFICERS

The name and address of the initial officer of the corporation who shall hold office for the first year of the corporation, or until his successor is elected or appointed is:

LAWRENCE A. DICKSON
500 N.E. Spanish River Blvd. #24
Boca Raton, Fl 33431

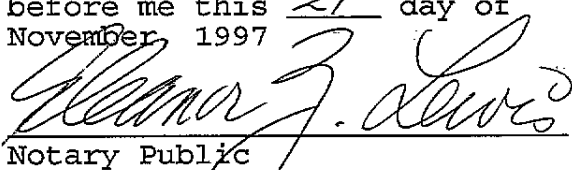
ARTICLE VIII. SUBSCRIBER

The name and street address of the subscriber to these Articles of Incorporation is LAWRENCE A. DICKSON, 500 N.E. Spanish River Blvd. #24, Boca Raton, Fl 33431.

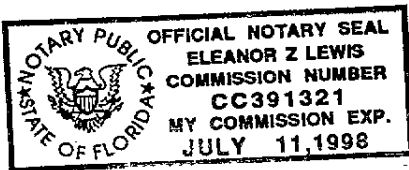
IN WITNESS WHEREOF, the undersigned has hereunto set his hand and seal on this 21 day of NOVEMBER, 1997.


LAWRENCE A. DICKSON

Sworn and Subscribed to
before me this 21 day of
November, 1997


Notary Public

My Commission Expires:




CERTIFICATE DESIGNATING PLACE OF BUSINESS OR DOMICILE FOR THE
SERVICE OF PROCESS WITHIN THIS STATE, NAMING AGENT UPON WHOM
PROCESS MAY BE SERVED.

Pursuant to Chapter 48.091, Florida Statutes, the following is
submitted, in compliance with said Act:

First: American Medical Discount Supplies, Inc.,
desiring to organize under the laws of the State of Florida with
its principal office, as indicated in the Articles of Incorporation
in the City of Boca Raton, County of Palm Beach, State of Florida,
has named Lawrence A. Dickson, located at 500 N.E. Spanish River
Blvd. #24, County of Palm Beach, State of Florida, as its agent to
accept service of process within this state.

ACKNOWLEDGEMENT: (MUST BE SIGNED BY DESIGNATED AGENT)

Having been named to accept service of process for the above
stated corporation, at place designated in this certificate, I
hereby accept to act in this capacity, and agree to comply with the
provision of said act relative to keeping open said office.

By: 
Registered Agent, Lawrence A. Dickson

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TALLAHASSEE, FLORIDA