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12/18/97

To The Department of State,

Enclosed you will find the Articles of Incorporation for a new corporation to be called WILLOW DIAGNOSTICS, INC.. Also you will find a check in the amount of \$122.50 to cover various fees.

I am also requesting that you authorize the issuance of one hundred shares of stock.

The Incorporator is:

Thomas F. Woolhiser
13177 NW 19th Street
Pembroke Pines, FL 33028

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***122.50 ***122.50

Thank you for your assistance.



Thomas F. Woolhiser

98 JAN -2 PM 2:04
SECRETARY OF STATE
TALLAHASSEE, FLORIDA
FEB 11 12/19/98

FILED
98 JAN -2 PM 2:04
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLES OF INCORPORATION
OF

WILLOW DIAGNOSTICS, INC.

The undersigned hereby make, subscribe, and acknowledge and file these Articles for the purpose of becoming a corporation under the laws of the State of Florida.

1. The Name of this corporation shall be:

WILLOW DIAGNOSTICS, INC.

2. The corporation is to have perpetual existence.

3. The corporation shall be authorized to engage in any business activity permitted under the laws of the State of Florida and the United States of America.

4. The maximum number of shares which the corporation shall have the authority to issue shall be One Hundred(100), all of which shall be common stock without par value.

5. The principal office of the corporation shall be located at:

10640 NW 26th Place
Sunrise, Florida 33322
(954) 742-7247 Phone

6. Pursuant to Chapter 48.091, Florida Statutes, the following named person is designated as resident agent for this corporation to accept service of process within the State of Florida:

Thomas F. Woolhiser
13177 NW 19th Street
Pembroke Pines, FL 33028 (954) 441-5621

7. The name and address of the incorporator is:

Thomas F. Woolhiser
13177 NW 19th Street
Pembroke Pines, FL 33028

said incorporator is over the age of twenty-one (21); is Sui Juris, and a citizen of the United States of America

8. One (1) director shall constitute the initial board of directors of the corporation, but the By-Laws may provide for such increase or decrease in number as authorized by law.
9. The name and address of the member of the initial board of directors is:

Thomas F. Woolhiser
13177 NW 19th Street
Pembroke Pines, FL 33028

10. Nothing in these Articles of Incorporation shall be taken to limit the power of this corporation.

IN WITNESS WHEREOF, the undersigned has made and subscribed these articles of incorporation this 18th day of December, 1997.

Thomas F. Woolhiser

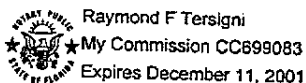
STATE OF FLORIDA
COUNTY OF Broward

Before me, the undersigned notary, personally appeared Thomas F. Woolhiser who is to me well known to be the person described in and who subscribed the above and foregoing Articles of Incorporation of WILLOW DIAGNOSTICS, INC. and who freely and voluntarily acknowledged before me according to law that he made and subscribed the same for the uses and purposes set forth therein.

IN WITNESS WHEREOF, I have set my hand and affixed my official seal in the above named county and state this 18th day of December, 1997.

Raymond F. Tersi
Notary Public
State of Florida at Large

My Commission Expires:



STATE OF FLORIDA
DEPARTMENT OF STATE

Certificate designation place of business or domicile for the service of process within this state, naming agent upon whom process may be served and names and address of officers and directors.

The following is submitted in compliance with chapter 48.091 Florida Statutes:

WILLOW DIAGNOSTICS, INC., a corporation organized or organizing under the laws of the State of Florida, with its principal office at 10640 NW 26th Place Sunrise, FL 33322 appoints Thomas F. Woolhiser as its agent to accept service of process within this state.

At the time of filing no officers have been elected for the corporation.

The director of the corporation is Thomas F. Woolhiser whose address is 13177 NW 19th St. Pembroke Pines, FL 33028

ACCEPTANCE:

I, Thomas F. Woolhiser, agree, as resident agent, to accept Service of Process; to keep the office open during prescribed hours and to post my name as authorized to accept process in some conspicuous place in the office.

Thomas F. Woolhiser


STATE OF FLORIDA
COUNTY OF Broward

Before me, the undersigned notary, did appear Thomas F. Woolhiser, well known to me as the person who subscribed the above acceptance as registered agent for WILLOW DIAGNOSTICS, INC.

IN WITNESS WHEREOF, I have set my hand and affixed my official seal in the above named county and state this 18th day of December, 1997.

Raymond F. Tersigni
Notary Public

My Commission Expires:

 Raymond F. Tersigni
My Commission CC699083
Expires December 11, 2001

FILED
98 JAN -2 PM 2:04
TALLAHASSEE, FLORIDA
SECRETARY OF STATE