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LAW OFFICES
MARK D. PRESS
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December 23, 1997

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

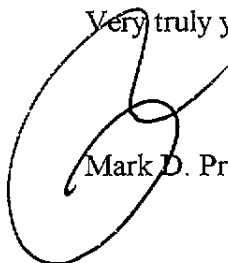
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****122.50 ****122.50

Re: **GOLD-MED, INC.**

Dear Sir or Madam:

Enclosed please find an original and one (1) copy of the Articles of Incorporation for the above captioned corporation and my firm check in the amount of \$122.50.

Very truly yours,



Mark D. Press

MDP:psc
Encl.

FILED
98 JAN 12 AM 9:45
DIVISION OF CORPORATIONS
TALLAHASSEE, FLORIDA

mm
1-14-98

ARTICLES OF INCORPORATION
OF
GOLD- MED, INC.

FILED
98 JAN 12 AM 9:45
DIVISION OF CORPORATIONS
TALLAHASSEE, FLORIDA

The undersigned incorporator(s), for the purpose of forming a corporation under the Florida Business Corporation Act, hereby adopt(s) the following Articles of Incorporation.

ARTICLE I: NAME

The name of the corporation shall be: **GOLD-MED, INC.**

ARTICLE II: PRINCIPAL OFFICE

The principal place of business and mailing address of this corporation shall be: 3325 Hollywood Boulevard, #500, Hollywood, Florida.

ARTICLE III: CAPITAL STOCK

The number of shares of stock that this corporation is authorized to have outstanding at any one time is: **100 shares at \$1.00 par value each.**

ARTICLE IV: INITIAL REGISTERED AGENT AND ADDRESS

The name and address of the registered agent is:

Mark D. Press, Esq.
1801 West Avenue
Miami Beach, Florida 33139

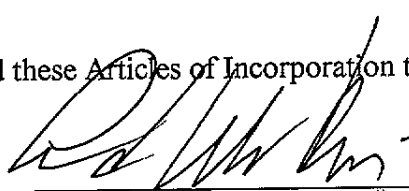
ARTICLE V: INCORPORATORS

Leonard Weinstein
3325 Hollywood Boulevard, #500
Hollywood, Florida

100 shares

January, 1998

The undersigned has/have executed these Articles of Incorporation this 7th day of




Leonard Weinstein

**CERTIFICATE OF DESIGNATION OF
REGISTERED AGENT/REGISTERED OFFICE**


Pursuant to the provisions of §607.501, Florida Statutes, the undersigned corporation, organized under the laws of the State of Florida, submits the following statement in designating the registered office/registered agent, in the State of Florida.

1. The name of the corporation is: **GOLD-MED, INC.**
2. The name and address of the registered agent and office is:


**Mark D. Press, Esq.
1801 West Avenue
Miami Beach, Florida 33139.**



Leonard Weinstein (Corporate Officer)



(Title)



(Date)

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98 JAN 12 AM 9:45
DIVISION OF CORPORATIONS
TALLAHASSEE, FLORIDA

HAVING BEEN NAMED AS REGISTERED AGENT AND TO ACCEPT SERVICE OF PROCESS FOR THE ABOVE STATED CORPORATION AT THE PLACE DESIGNATED IN THIS 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.



Mark D. Press



Date

1.8.98