

LOUIS M. HILLMAN - WALLER
ATTORNEY AT LAW
CERTIFIED CIVIL MEDIATOR

OCEAN BANK BUILDING, SUITE 350
782 N.W. LEJEUNE ROAD
MIAMI, FLORIDA 33126

TELEPHONE (305) 446-8999
FAX (305) 448-2788

P980000 17448

February 18, 1998

Secretary of State
Division of Corporation
Post Office Box 6327
Tallahassee, Florida 32314

RE: Articles of Incorporation of Dade, Inc.

500002437865
-02/23/98-01088-D21U
****122.50 ****122.50

Dear Sir/Madam:

In regard to the above captioned matter enclosed please find the Articles of Incorporation of Dade, Inc., along with a check in the amount of \$122.50 representing filing fee. We would respectfully request that these documents be filed in the office of the Secretary of State, Division of Corporations.

We thank you for your cooperation in this regard.

Very truly yours,

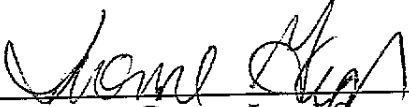
LAW OFFICES OF
LOUIS M. HILLMAN-WALLER

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

98 FEB 23 AM 7:45

FILED

By:


Ivonne Gayon, Legal Secretary for
LOUIS M. HILLMAN-WALLER, ESQ.

LMHW/ig
Enc.

F. CHESSEY FEB 24 1998

ARTICLES OF INCORPORATION

OF

DADE, INC.

ARTICLE I.

CORPORATE NAME

The name of this Corporation shall be:

DADE, INC.

The permanent and mailing address of the corporation shall be:

782 N.W. LeJeune Road, Ste. 350
Miami, Florida 33126

ARTICLE II.

NATURE OF CORPORATE BUSINESS

The Corporation may engage in any activity or business permitted under the laws of the United States and under the laws of the State of Florida.

ARTICLE III.

CAPITAL STOCK

This Corporation is authorized to issue a maximum of One Thousand (1000) Shares of Stock. The Shares of Stock authorized shall be common stock having a par value of one (\$1.00) DOLLAR per share. The consideration to be paid for each share of stock shall be fixed by the Board of Directors.

ARTICLE IV.

INITIAL REGISTERED AGENT AND INITIAL REGISTERED OFFICE

The Corporation's initial Registered Agent and Registered Office in the State of Florida shall be:

Louis M. Hillman-Waller, Esq.
782 N.W. LeJeune Road, Ste. 350
Miami, Florida 33126

ARTICLE V.

BOARD OF DIRECTORS

The number of Directors may be altered from time to time by by-laws adopted by the Stockholders. However, the Corporation shall have no less than one (1) Director at any time.

FILED,
98 FEB 23 AM 7:45
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLE VI.

INITIAL BOARD OF DIRECTORS

The name and post office address of the initial member(s) of the initial Board of Directors is/are:

<u>Name</u>	<u>Address</u>
Elio Perez	782 N.W. LeJeune Road, Ste. 350 Miami, FL 33126
Eddie Aguayo	782 N.W. LeJeune Road, Ste. 350 Miami, FL 33126

The members of the first Board of Directors shall hold office until the first annual meeting of Stockholders of the Corporation.

ARTICLE VII.

INCORPORATOR

The name and post office address of the Incorporator(s) executing these Articles of Incorporation is/are as follows:

<u>NAME</u>	<u>ADDRESS</u>
Elio Perez	782 N.W. LeJeune Road, Ste. 350 Miami, FL 33126

The undersigned Incorporator(s), for the purpose of forming a Corporation to do business within the State of Florida, does make and file these Articles of Incorporation, hereby declaring and certifying that the facts stated are true.

Elio Perez
ELIO PEREZ

FILED
98 FEB 23 AM 7:45
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

STATE OF FLORIDA]

COUNTY OF DADE] SS.:

The foregoing instrument was acknowledged by me this 12 day of February, 1998, by Elio Perez, who is personally known to me or who has produced a _____ as identification and who did take an oath.

OFFICIAL NOTARY SEAL
MARIA ELENA PEREZ
NOTARY PUBLIC STATE OF FLORIDA
COMMISSION NO. CC409687
My Commission Expires 09/25/99

Maria Elena Perez
NOTARY PUBLIC

OFFICIAL NOTARY SEAL
MARIA ELENA PEREZ
NOTARY PUBLIC STATE OF FLORIDA
COMMISSION NO. CC409687
MY COMMISSION EXP. SEPT 25, 1999

The undersigned hereby accepts the foregoing designation as initial Registered Agent and agrees to comply with the provisions of law applicable to said designation.

Louis M. Hillman-Waller
LOUIS M. HILLMAN-WALLER