200018711



ACCOUNT NO. : 07210000032

REFERENCE: 716484 7123312

AUTHORIZATION:

COST LIMIT : \$ PREPAID

ORDER DATE: February 23, 1998

ORDER TIME: 4:23 PM

ORDER NO. : 716484-005

CUSTOMER NO: 7123312

CUSTOMER: Mr. John J. Laga

LAGA BUSINESS SERVICES, INC.

424 Campus Street

Celebration, FL 34747

DOMESTIC FILING

NAME:

DEGNITY MEDICAL SUPPLIES, INC.

EFFECTIVE DATE:

ARTICLES OF INCORPORATION

CERTIFICATE OF LIMITED PARTNERSHIP

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

CERTIFIED COPY

PLAIN STAMPED COPY

CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Jeanine Glisar

EXAMINER'S INITIALS:

6a5-W98-4060 534-509.



DIVISION OF CORPORATIONS

98 FEB 24 AM 11: 03

OF COMPURATION

FLORIDA DEPARTMENT OF STATE Sandra B. Mortham Secretary of State

February 25, 1998

CSC NETWORKS 1201 HAYS STREET TALLAHASSEE, FL 32301

SUBJECT: DIGNITY MEDICAL SUPPLIES, INC.

Ref. Number: W98000004060

We have received your document for DIGNITY MEDICAL SUPPLIES, INC.. However, the document has not been filed and is being returned for the following:

Please accept our apology for failing to mention this in our previous letter.

The name of the entity must be identical throughout the document.

Please return the original and one copy of your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 487-6973.

Claretha Golden Document Specialist

Letter Number: 198A00010608





FLORIDA DEPARTMENT OF STATE Sandra B. Mortham Secretary of State

OIVISION OF TATE

98 FEB 24 AM 11: 03

February 24, 1998

CSC NETWORKS 1201 HAYS STREET TALLAHASSEE, FL 32301

SUBJECT: DIGNITY MEDICAL SUPPLIES, INC.

Ref. Number: W98000004060

We have received your document for DIGNITY MEDICAL SUPPLIES, INC.. However, the document has not been filed and is being returned for the following:

The effective date is not acceptable since it is not within five working days of the date of receipt.

Please return the original and one copy of your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 487-6973.

Claretha Golden Document Specialist

Letter Number: 998A00010352

Please give original submission date as file date.

2/25/98

ARTICLES OF INCORPORATION

OF

DIVISION OF CORPORATIONS

98 FEB 24 AMIL: 02

DIGNITY MEDICAL SUPPLIES, Inc.

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

ARTICLE I NAME

The name of the corporation shall be DIGNITY MEDICAL SUPPLIES, Inc. effective February 25, 1998.

ARTICLE II NATURE OF BUSINESS

This corporation may engage in or transact any and all lawful activities or business permitted under the laws of the United States, The State of Florida, or any other state, county, 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 1,000,000 shares of common stock having no par value.

ARTICLE IV ADDRESS

The street address of the initial registered office of the corporation shall be 424 Campus Street, Celebration, Florida, 34747 and the name of the initial Registered Agent for the corporation at that address is John J. Laga Jr. 424 Campus Street, Celebration, Florida, 34747.

ARTICLE V SPECIAL PROVISIONS

The stock of this corporation is intended to qualify under the requirements of Section 1244 of the Internal Revenue Code and the regulations issued thereunder. Such actions as may be necessary shall be deemed to have been taken by the appropriate officers to accomplish this compliance.

ARTICLE VI TERM OF EXISTENCE

This corporation shall exist perpetually.

ARTICLE VII LIMITATION OF LIABILITY

Each director, stockholder and officer, in consideration for his services, shall in the absence of fraud, be indemnified, whether then in office or not, for the reasonable cost and expenses incurred by him in connection with the defense of, or for advice concerning any claim asserted or proceeding brought against him by reason of his being or having been a director, stockholder or officer of the corporation or of any subsidiary of the corporation, whether or not wholly owned, to the maximum extent permitted by law. The foregoing right of indemnification shall be inclusive of any other rights to which any director, stockholder or officer may be entitled as a matter of law.

ARTICLE VIII SELF DEALING

No contract or other transaction between the corporation and other corporations, in the absence of fraud, shall be affected or invalidated by the fact that any one or more of the directors of the corporation is or are interested in a contract or transaction, or are directors or officers of any other corporation, and any director or directors, individually or jointly, may be a party or parties to, or may be interested in such contract, act or transaction, or in any way connected with such person who may become a director of the corporation is hereby relieved from any liability that might otherwise exist from this contracting with the corporation for the benefit of himself or any firm, association or corporation in which he may be in any transaction with the corporation without regard to the fact that he is also a director of such subsidiary or corporation.

This corporation shall have a minimum of one director. The initial Board of Directors shall consist of:

John J. Laga Jr.

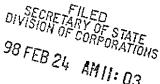
ARTICLE X INCORPORATION

The Name and address of the incorporator is:

John J. Laga Jr. 424 Campus Street, Celebration, Florida 34747

| IN WITNESS WHEREOF, The understand on this 20 day of FIBULAR | _ |
|--|--|
| STATE OF Florida | Incorporator: John J. Laga Jr. |
| COUNTY OF OSC ev 9 | ** |
| The foregoing instrument was executed 20th day of February John T. Laga Jr | |
| | Notary Public |
| (SEAL) | State of Florida |
| BARBARA J MORRIS My Commission CC551907 Expires May. 01, 2000 | My Commission Expires: SII 2000 Juhn J. Lagg JR. Milyne of stamp name s Notary Public Fusionally known GOR Produced I.D. S. Type and number of I.D. produced: DL FL L 200 - 470 - 52 - 4720 - 0 |

DESIGNATION OF AND ACCEPTANCE BY REGISTERED AGENT



The following is submitted in compliance with the laws of the State of Florida.

DIGNITY MEDICAL SUPPLIES , Inc., a corporation organizing under the laws of the State of Florida, with its principal office located at 424 Campus Street, Celebration, Florida, 34747, has named John J. Laga Jr., whose address is 424 Campus Street, Celebration, Florida, as its Agent to accept service of process within this State.

ACCEPTANCE:

I agree as Registered Agent to accept service of process; to keep the office open during prescribed hours; to post my name (and any other officers of said corporation authorized to accept service of process at the above designated address) in some conspicuous place in the office as required by law.

| | J. Laga Jr. |
|---|------------------------------|
| BEFORE ME, the undersigned authority, this day personally appeared John J. Laga JR, who, after being duly sworn, deposes and says that the facts and matters contained above are true and correct, and that he has executed the same for the purposes expressed herein. | |
| WITNESS my hand and official seal feblusy, 1998. | this 20th day of Barl Morris |
| | Notary Public Floridg |
| (SEAL) | |
| BARBARA J MORRIS | My Commission Expires: |

