3/12/98

FLORIDA DIVISION OF CORPORATIONS PUBLIC ACCESS SYSTEM ELECTRONIC FILING COVER SHEET

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DIVISION OF CORPORATIONS TO:

FAX #: (850) 922-4001

FROM: FLORIDA INCORPORATORS, INC.

075350000473 ACCT#:

CONTACT: MARK HANKINS PHONE: (305)350-5221

FAX #: (305)350-9148

NAME: OPTOMED, INC. AUDIT NUMBER...... H98000004956

DOC TYPE..... FLORIDA PROFIT CORPORATION OR P.A.

CERT. OF STATUS..0

PAGES..... 3

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** ENTER 'M' FOR MENU. **

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Articles Of Incorporation

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Optomed, Inc.

THE UNDERSIGNED, ACTING AS INCORPORATOR OF A CORPORATION UNDER THE FLORIDA BUSINESS CORPORATION ACT, ADOPTS THE FOLLOWING ARTICLES OF INCORPORATION:

FIRST: The name of the corporation Optomed, Inc.

SECOND: The period of its duration is perpetual.

THIRD: The date and time of the commencement of the corporate existence shall be the date of the filing of these Articles by the Department of State.

FOURTH: The purpose or purposes for which the corporation is organized is to engage in the transaction of any or all lawful business for which the corporation may be incorporated under the provisions of the Florida Business Corporation Act.

FLORIDA INCORPORATORS, INC. 1221 BRICKELL AVE, STE. 900 MIAMI, FL 33131 (305) 350-5221 98 MAR 13 AM 9: 18
SECRETARY OF STATE
TALLAHASSEE FLORIDA

305-350-9148

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The aggregate number of shares which the FIFTH: corporation shall have authority to issue is ONE THOUSAND (1,000) SHARES of capital stock, \$.001 par value each.

The number of directors constituting the initial Board of Directors of the corporation is ONE (1) and the name and address of the person who is to serve director until the first annual meeting of shareholders or until his successor is elected and qualified is:

> Eliseo Ruiz 733 N. Shoreline Blvd. Mountain View, CA 94043

SEVENTH: The name and address of the incorporator is:

> Mark Hankins .701 Brickell Key Blvd. #604 Miami, Fl 33131

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EIGHTH: The name and address of the initial registered agent and the initial registered office is:

Florida Incorporators, Inc. 1221 Brickell Avenue, Suite 900 Miami, Fl 33131

NINTH: The mailing address and principal office of the corporation is:

Optomed, Inc. 6200 Blue Lagoon Drive, Ste. 760 Miami, FL 33126

DATED: March 13, 1998

MARK HANKINS Incorporator

ACCEPTANCE OF REGISTERED AGENT

I hereby am familiar with and accept the duties and responsibilities as registered agent of the corporation.

FLORIDA INCORPORATORS, INC.

377 :

MARK HANKINS, President