

P98000030729

FIRST INVESTORS TITLE SERVICES, INC.

4100 North Miami Avenue, Suite 103
Miami, Florida 33127

March 21, 1998

Telephone (305) 573-0075
Fax (305) 573-0097

Via OVERNIGHT DELIVERY

Secretary of State
Division of Corporations
409 East Gaines Street
Tallahassee, Florida 32399

In re: New Corporations
MEDIBEN, INC.
TAMARIX, INC.
DISTRIVAN, INC.

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
98 APR -1 AM 9:10

600002475976--7
-04/01/98-01098-008
*****70.00 *****70.00

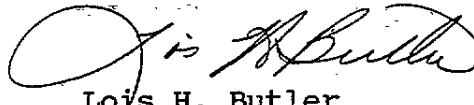
Dear Sir:

Enclosed please find:

- (1) Original and one copy of new Articles of Incorporation for each company.
- (2) Our checks each in the amount of \$70.00 to cover the appropriate fees.
- (3) Self addressed stamped envelope for return stamped copy.

Thank you for your assistance and have a great day.

Sincerely,


Lois H. Butler

/lhb

Enclosures

RP
#4-03-98

ARTICLES OF INCORPORATION
OF
MEDIBEN, INC.

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
98 APR -1 AM 9:10

ARTICLE I - NAME

The name of the corporation is MEDIBEN, INC. hereinafter called the "Corporation")

ARTICLE II - PURPOSE

The Corporation is organized for the purpose of transacting any and all lawful business for which corporations may be incorporated under the Florida General Corporation Act.

ARTICLE III - CAPITAL STOCK

The aggregate number of shares which the Corporation shall have the authority to issue is 6,000 shares of Common Stock no par value.

ARTICLE IV - PRINCIPAL PLACE OF BUSINESS

The principal business address shall be 4100 North Miami Avenue, Miami, Florida 33127.

ARTICLE V - INITIAL REGISTERED OFFICE AND AGENT

The initial registered office of this corporation is located at 4100 North Miami Avenue, Miami, Florida 33127 and the initial agent at said address shall be Gui L. P. Govaert.

ARTICLE VI - INITIAL BOARD OF DIRECTORS

The corporation shall have one (1) director initially. The number of directors may be either increased or decreased from time to time as provided in the ByLaws of the corporation, but shall never be less than one. The names and addresses of the initial directors of this corporation are:

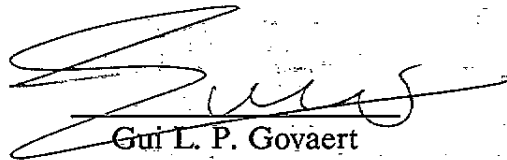
Gui L. P. Govaert
4100 North Miami Avenue
Miami, Florida 33127

ARTICLE VII - INCORPORATOR

The name and address of the person signing these Articles of Incorporation is:

Gui L. P. Govaert
4100 North Miami Avenue
Miami, Florida 33127

IN WITNESSETH WHEREOF, the undersigned incorporator has executed these Articles of Incorporation this 4th day of March, 1998.



Gui L. P. Govaert

STATE OF FLORIDA)
COUNTY OF DADE)

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS

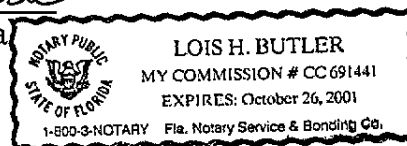
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Before me, a notary public authorized to take acknowledgements in the state and county set forth above, personally appeared Gui L. P. Govaert to me and known by me to be the person who acknowledged before me that he executed those Articles of Incorporation.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed my official seal in the state and county aforesaid, this 4th day of March, 1998.


Notary Public, State of Florida

My Commission Expires:



**CERTIFICATE DESIGNATING THE ADDRESS
AND AN AGENT UPON WHOM PROCESS MAY BE SERVED**

WITNESSETH

That MEDIBEN, INC. desiring to organize under the laws of the State of Florida, which will have its principal office in Florida and has named Gui L. P. Govaert located at 4100 North Miami Avenue, Miami, Florida 33127, as its agent to accept service of process within this state.

ACKNOWLEDGEMENT:

Having been named to accept service of process for the above-stated corporation, at the place designated in this certificate, I hereby agree to act in this capacity, and I further agree to comply with the provisions of all statutes relative to the proper and complete performance of my duties and I accept the duties and obligations of Section 607.325, Florida Statutes.

Dated this 4th day of March, 1998.



Gui L. P. Govaert, Registered Agent