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REPLY TO: BROWARD OFFICE

June 15
May 26, 1998

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****122.50 ****122.50

Dept. of State
Division of Corporation
PO Box 6327
Tallahassee, FL 32314

RE: G B Medical Testing Inc.

To Whom It May Concern:

Enclosed please find Articles of Incorporation and filing fee check in the amount of \$122.50. Please immediately return approved Articles to me at the Coconut Creek address.

Thank you.

Sincerely,

Michael D. Felton

Michael D. Felton

MDF/jas

Enc.

FILED
98 JUN 17 AM 11:44
SECRETARY OF STATE
TALLAHASSEE FLORIDA

5
JUN 18 1998
[Signature]

ARTICLES OF INCORPORATION
OF
GB MEDICAL TESTING INC.

FILED
98 JUN 17 AM 11:44
SECRETARY OF STATE
TALLAHASSEE FLORIDA

The undersigned, for the purpose of forming a corporation under the Florida General Corporation Act, hereby adopts the following articles of incorporation:

ARTICLE I
NAME

The name of the corporation is **GB MEDICAL TESTING INC.**

ARTICLE II
DURATION

The term of existence of the Corporation is perpetual.

ARTICLE III
NATURE OF BUSINESS

The nature of the business to be conducted by the Corporation is:

1. To transact any and all lawful business for which corporations may be incorporated under the Florida General Corporation Act;
2. To engage in medical business.
3. To do such other things as are incidental to the foregoing or necessary or desirable in order to accomplish the foregoing.

ARTICLE IV
CAPITAL STOCK

The aggregate number of shares which the Corporation has authority to issue is one hundred (100), all of which shall be common stock having a par value of Ten Cents (\$.10) per share.

ARTICLE V
PREEMPTIVE RIGHTS GRANTED

Each shareholder of any class of stock of this Corporation shall be entitled to full preemptive rights to purchase unissued or treasury stock of the Corporation and any securities of the Corporation convertible into or carrying a right to subscribe to or acquire shares of any such unissued or treasury stock.

**ARTICLE VI
REGISTERED OFFICE**

The street address of the initial registered office of the Corporation is 51 N.W. 45th Avenue, Deerfield Beach, Florida 33442.

The name of the registered agent at such address is Don Glassman.

**ARTICLE VII
PRINCIPAL OFFICE**

The initial street address of the principal office of the Corporation in the State of Florida is 51 N.W. 45th Avenue, Deerfield Beach, Florida 33442.

**ARTICLE VIII
DIRECTORS**

The initial board of directors of the corporation shall consist of one (1) member. Changes in the number of members comprising the board of directors shall be made by amendment to the Corporation's bylaws.

The name and address of the member(s) of the first board of directors is:

<u>NAME</u>	<u>ADDRESS</u>
Bernard Glassman	51 N.W. 45th Avenue Deerfield Beach, Florida 33442

**ARTICLE IX
INCORPORATOR**

The name and address of the incorporator is:

<u>NAME</u>	<u>ADDRESS</u>
Bernard Glassman	51 N.W. 45th Avenue Deerfield Beach, Florida 33442

**ARTICLE X
INDEMNIFICATION**

The Corporation shall indemnify any officer or director to the full extent permitted by law.


ARTICLE XI
REIMBURSEMENT FOR ORGANIZATIONAL AND CERTAIN OTHER
PREINCORPORATION EXPENSES; ADOPTION OF CONTRACTS

The Corporation hereby adopts all contracts made on its behalf by the hereinbefore mentioned incorporator. The Corporation further authorizes its director to reimburse the hereinbefore mentioned incorporator for any and all expenses incurred on behalf of the Corporation, prior to its incorporation, and for any and all expenses incurred in the organization and formation of the Corporation. The director of this Corporation shall have the sole discretion to determine the expenses for which the hereinbefore mentioned incorporator shall be reimbursed.

ARTICLE XII
RIGHT TO AMEND ARTICLES OF INCORPORATION

The Corporation reserves the right to amend or repeal any provision contained in these Articles of Incorporation or any amendment thereto, and any writing inferred upon the shareholders shall be subject to this reservation.


IN WITNESS WHEREOF, the undersigned has executed these Articles of Incorporation this 2 day of JUNE, 1998.


BERNARD GLASSMAN, Incorporator

STATE OF NEW ~~YORK~~ ^{JERSEY})
COUNTY OF ESSEX) ss.:

I HEREBY CERTIFY that on this day before me, an officer duly authorized in the State and County aforesaid to take acknowledgments, personally appeared **BERNARD GLASSMAN**, who is personally known to me or produced as identification a Driver License and is to me known to be the person described in and who executed the foregoing instrument and who acknowledged before me that he executed same.

WITNESS my hand and official seal in the County and State aforesaid this 2nd day of June, 1998.


Notary Public, State of New York at Large

MARIE ROSENIQUE ELYSEE
NOTARY PUBLIC OF NEW JERSEY
My Commission Expires Oct. 2, 2000

**CERTIFICATION DESIGNATING PLACE OF BUSINESS OR DOMICILE
FOR THE SERVICE OF PROCESS WITHIN FLORIDA
NAMING AGENT UPON WHOM PROCESS MAY BE SERVED**

IN COMPLIANCE WITH SECTION 607.0501, FLORIDA STATUTES, THE FOLLOWING IS
SUBMITTED:

GB MEDICAL TESTING INC.

DESIRING TO ORGANIZE OR QUALIFY UNDER THE LAWS OF THE STATE OF
FLORIDA WITH ITS PRINCIPAL PLACE OF BUSINESS LOCATED IN THE CITY OF
DEERFIELD BEACH, STATE OF FLORIDA, HAS NAMED DON GLASSMAN LOCATED AT
51 N.W. 45TH AVENUE, DEERFIELD BEACH, FLORIDA 33442, AS ITS AGENT TO
ACCEPT SERVICE OF PROCESS.

SIGNATURE: 

BERNARD GLASSMAN

TITLE: PRESIDENT

DATE: 6/15/98

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.

SIGNATURE: 

DON GLASSMAN, Registered Agent

DATE: 6/15/98

SECRETARY OF STATE
TALLAHASSEE FLORIDA

98 JUN 17 AM 11:44

FILED