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LOCAL REPRESENTATIVE TALLAHASSEE

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**CORPORATION NAME(S) & DOCUMENT NUMBER(S) (if known):**

- MEDILAB, INC. (Corporation Name) \_\_\_\_\_ (Document #) \_\_\_\_\_
- \_\_\_\_\_ (Corporation Name) \_\_\_\_\_ (Document #) \_\_\_\_\_
- \_\_\_\_\_ (Corporation Name) \_\_\_\_\_ (Document #) \_\_\_\_\_
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- Mail out     Will wait     Photocopy     Certificate of Status

NEW FILINGS	
<input checked="" type="checkbox"/>	Profit
<input type="checkbox"/>	NonProfit
<input type="checkbox"/>	Limited Liability
<input type="checkbox"/>	Domestication
<input type="checkbox"/>	Other

AMENDMENTS	
<input type="checkbox"/>	Amendment
<input type="checkbox"/>	Resignation of R.A., Officer/Director
<input type="checkbox"/>	Change of Registered Agent
<input type="checkbox"/>	Dissolution/Withdrawal
<input type="checkbox"/>	Merger

OTHER FILINGS	
<input type="checkbox"/>	Annual Report
<input type="checkbox"/>	Fictitious Name
<input type="checkbox"/>	Name Reservation

REGISTRATION/QUALIFICATION	
<input checked="" type="checkbox"/>	Foreign
<input checked="" type="checkbox"/>	Limited Partnership
<input checked="" type="checkbox"/>	Reinstatement
<input type="checkbox"/>	Trademark
<input type="checkbox"/>	Other

*WFS 3548*  
*NA-2*  
*R.A. Sec.*  
*65-8*

RECEIVED  
JUN 17 11:00  
STATE REGISTRATIONS  
TALLAHASSEE, FLORIDA

Examiner's Initials

ARTICLES OF INCORPORATION  
OF  
AMERICAN MEDILABS, INC.

I the undersigned, hereby myself for the purpose of becoming a corporation under the law of State of Florida and under the statute of the State of Florida providing for the formation, rights, privileges, immunities and liabilities of incorporating for profit, it is: I adopt the following Articles of Incorporation.

ARTICLE I

The name of Corporation shall be AMERICAN MEDILABS, INC.

ARTICLE II

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

ARTICLE III

The maximum number of shares with the Corporation is authorized to issue and have outstanding at any one time is 500 shares of common stock, and which common stock shall be of no par value (shall have a par value of \$1.00 per share).

All stock is to be issued as fully paid and exempt from assessment.

ARTICLE IV

The pledge, sale, transfer or other disposition of the capital stock may be governed and restricted by the by-laws or written agreement amongst the stockholders which shall be on file in the office of the officers of the corporation so named in Article VII herein.

The by-laws may provide for cumulative voting by stockholders at all elections of the directors of the Corporation.

ARTICLE V

The amount of capital with which this corporation may begin business shall not be less than Five Hundred Dollars. (\$500.00 Dollars)

ARTICLE VI

The existence of the Corporation is perpetual.

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ARTICLE VII

The initial post office address and registered offices of the Corporation in the State of Florida, shall be:

Name: Eraise Martinez  
Address: 4350 S.W. 84<sup>th</sup>. Avenue  
Miami, FL 33155

The Board of Directors may from time to time move the principal offices to any other address within the State of Florida.

ARTICLE VIII

The business of the corporation shall be managed by a Board of Directors consisting of not less than one (1), no more than five (5) Directors. A quorum for the holding of a meeting of the Board of Directors, and for the transaction of any business properly carried out by the Directors on behalf of the Corporation, shall consist of a majority of the members thereof, but the directors, by unanimous consent in writing, included in the minutes of the corporation, may consent to the doing of any act and such consent in writing shall have the same force and effect as though a formal meeting had been held pursuant to call being duly made and as though the said act had been completed and authorized at a meeting at which a quorum had been present, and/or such duties may be delegated to an "Executive Committee".

ARTICLE IX

The name and post office address of the first Director and slate of corporate officers are as follows:

Name	Title	Address
Eraise Martinez	President-Treasurer	4350 S.W. 84 <sup>th</sup> . Avenue Miami, FL 33155

ARTICLE X

The name and post office address of the subscriber to the Articles of Incorporation, and the number of shares of stock that She agree to take are as follows:

Name and Address	Shares	Cash Value
Eraise Martinez, 4350 S.W. 84 <sup>th</sup> . Avenue, Miami, FL 33155	500	\$500.00

ARTICLE XI

The stock of the Corporation may be issued pursuant to the provisions under \*1244 of the Internal Revenue Code in order for the stockholder of the Corporation may receive the benefits thereunder.

IN WITNESS WHEREOF: I hereunto set our hands and seals this 15<sup>th</sup>. Day of June of 1998.

Having been named as registered agent and to accept the service.

*Eraise Martinez*

Eraise Martinez  
INCORPORATOR/REGISTERED AGENT

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