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**CARLSON & WILLIAMS, P.A.**

8900 S.W. 107th Ave., Ste. 302  
Miami, FL 33176

City/State/Zip

Phone #

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

1. \_\_\_\_\_ (Corporation Name) \_\_\_\_\_ (Document #)
2. \_\_\_\_\_ (Corporation Name) \_\_\_\_\_ (Document #)
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NEW FILINGS	
<input 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 type="checkbox"/>	Foreign
<input type="checkbox"/>	Limited Partnership
<input type="checkbox"/>	Reinstatement
<input type="checkbox"/>	Trademark
<input type="checkbox"/>	Other

98 JUL -1 AM 9:29  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

APPROVED  
AND  
FILED

Examiner's Initials **BROCK** JUL 06 1998

Robert E. Carlson  
9021 SW 178<sup>th</sup> Terrace  
Miami, Florida 33157

June 24, 1998

To Whom It May Concern:

I, Robert E. Carlson give my permission and release the name Pulse Rate, Inc. to  
Lawrence G. Zagray so that he may use the name Pulse Rate, Inc to incorporate his new  
company.

Thank you,



Robert E. Carlson

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TALLAHASSEE, FLORIDA

ARTICLES OF INCORPORATION  
OF  
THE PULSE RATE CORPORATION

98 JUL - 1 AM 9:29  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

APPROVED  
AND  
FILED

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

ARTICLE ONE

NAME

The name of the corporation is THE PULSE RATE CORPORATION and the principal office is located at 15600 SW 288<sup>TH</sup> Street, Suite 305, Homestead, Florida 33033 or such other address as the officers may from time to time designate.

ARTICLE TWO

DURATION

The time of existence of the corporation is perpetual.

ARTICLE THREE

PURPOSE

The principal purpose is to engage in distributions and sales of electric equipment such as recording equipment and organs. The corporation may engage in any or all lawful business permitted to corporations under the laws of the STATE OF FLORIDA, or any other state, country, territory or nation.

ARTICLE FOUR

CAPITAL STOCK

The maximum number of shares which the corporation has authority to issue is 1,000 shares, all of which shall be common shares with a par value of \$1.00 each.

ARTICLE FIVE

REGISTERED OFFICE

The principal address of the initial registered office of the corporation shall be 15600 SW 288<sup>TH</sup> Street, Suite 305, Homestead, Florida 33033. The name of the initial registered agent at such address is Michael L. Frederick.

ARTICLE SIX  
PRE-EMPTIVE RIGHTS

The shareholders shall have Pre-emptive Rights.

ARTICLE SEVEN  
DIRECTORS

The Board of Directors of the corporation shall consist of at least one member and not more than eleven.

The name and address of initial Directors of the Board is:

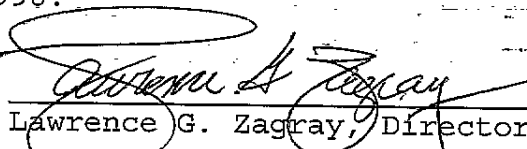
<u>NAME</u>	<u>ADDRESS</u>
<u>Lawrence G. Zagray</u>	<u>8190 SW 191 Street</u> <u>Miami, Florida 33157</u>

INCORPORATORS

The name and address of the incorporator is:

<u>NAME</u>	<u>ADDRESS</u>
<u>Lawrence G. Zagray</u>	<u>8190 SW 191 Street</u> <u>Miami, Florida 33157</u>

IN THE WITNESS WHEREOF, I have subscribed my name this 25<sup>th</sup> day of June, 1998.

  
\_\_\_\_\_  
Lawrence G. Zagray, Director & Incorporator

ARTICLES

Page 3

STATE OF FLORIDA:

: SS

COUNTY OF DADE :

On this 25th day of June, 1998, before me, an officer duly authorized in the State and County aforesaid to take acknowledgements, personally appeared Lawrence G. Zagray, known to me to be the person whose name is subscribed to the within instrument, and acknowledge that he executed the same for the purpose herein contained.

IN THE WITNESS, I hereunto set my hand and official seal.

Shawn Cloninger  
NOTARY PUBLIC  
STATE OF FLORIDA AT LARGE

MY COMMISSION EXPIRES:

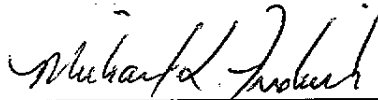


## CERTIFICATION OF DESIGNATION

## REGISTERED AGENT / REGISTERED OFFICE

Pursuant to the provisions of Section 607.325, Florida Statutes, the undersigned corporation, organized under the laws of the State of Florida, submits the following statement in designating the registered office / registered agent, in the State of Florida.

1. The name of the corporation is Pulse Rate Corporation.
2. The name and address of the registered agent and office is Michael L. Frederick 15600 SW 288<sup>th</sup> Street, Suite 305, Homestead, Florida 33033.




Michael L. Frederick, Registered Agent

6.24.98

Date

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 RELATED TO THE PROPER AND COMPLETE PERFORMANCE OF MY DUTIES, AND I ACCEPT THE DUTIES AND OBLIGATIONS OF SECTION 607.325, FLORIDA STATUTES.



Michael L. Frederick  
Registered Agent

6.24.98

Date

State of Florida  
County of Dade

SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

98 JUL - 1 AM 9:29

APPROVED  
AND  
FILED

The foregoing instrument was acknowledged and sworn to before me this 25 th day of June, 1998.

  
Notary Public

My Commission Expires:

