

J. T. Schur & Associates

Accountants • Tax Consultants

950 North Federal Highway
Suite 111
Pompano Beach, FL 33062
305 • 943-6334
Fax 943-6322

July 6, 1998

P980000062490

SECRETARY OF STATE
Division of Corporations
P.O. Box 6327
Tallahassee, FL 32314

~~W-90000011712~~
SURMED INC.

Gentlemen,

We have corrected the enclosed document and have attached a check in the amount of 122.50. for the above named subject matter.

This represents the cost of the Filing Fees, Certified Copy of Articles of Incorporation and Fee for Registered Agent Designation for the above named corporation.

For any questions please call (954) 943-6334 or you may call toll free 800-893-4410.

Thank you,

J.T. Schur
J.T. Schur

100002587071--7
-07/13/98-01110-017
***122.50 ***122.50

JTS:gs
enc.

EFFECTIVE DATE

7-6-98

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

98 JUL 13 PM 2:45

FILED

J.T. Schur GAVE
AUTHORIZATION BY PHONE TO
CORRECT EFF. date
DATE 7-15-98
DOC. EXAM QN

QN 7-15-98

EFFECTIVE DATE

7-6-98

FILED
98 JUL 13 PM 2:45
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLES OF INCORPORATION
OF
SURMED INC.

The undersigned, in order to form a corporation for the purposes hereinafter stated, by and under the provisions of the laws of the State of Florida, does hereby subscribe to these Articles of Incorporation.

ARTICLE I- NAME

The name of this corporation is:

SURMED INC.

ARTICLE II- DURATION

This corporation shall have perpetual existence. The corporate existence commences on July 6, 1998.

ARTICLE III- PURPOSE

This corporation is organized for the following purposes:

A. Of transacting any or all business permitted under the laws of the United States of America and the laws of the State of Florida.

B. To purchase, sell, lease, operate, own, hold, transfer, convey, mortgage, or otherwise encumber, trade,

exchange, and generally deal in real estate and personal property of every kind, nature and description wheresoever located, both tangible and intangible and including choices in action, either as owner, broker, agent or factor.

C. In the purchase or acquisition of property, business rights or franchise, or for additional working capital, or any other objective in or about its business affairs and without limit as to amount; to incur debts and to raise, borrow and secure the payment of money in any lawful manner, including the issue and sale or other disposition of bonds, evidences of indebtedness, whether secured by mortgage, pledge, deed of trust or otherwise. The corporation may issue its stock for any lawful purposes, including the acquisition of any other entity.

D. To engage in any or all lawful activity and to institute, participate in and promote commercial, mercantile, financial and industrial enterprises and operations, and for the purposes of transacting any or all lawful business.

ARTICLE IV- CAPITAL STOCK

This corporation is authorized to issue 1000 shares of \$1.00 par value stock, which shall be designated "Common Shares".

ARTICLE V- PREEMPTIVE RIGHTS

Every shareholder, upon the sale for cash of any new stock of this Corporation shall have the right to purchase his pro-rata share thereof (as nearly as may be done without issuance of fractional shares) at the price at which it is offered to others.

ARTICLE VI- INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial registered/principal office of this corporation is: 950 N.Federal Hwy.
Pompano Beach, Fl.33062

The name of the initial registered agent of this corporation at this address is: J.T.SCHUR

ARTICLE VII- INITIAL BOARD OF DIRECTORS

This corporation shall have two (2) directors initially. The number of directors may be either increased or diminished from time to time by the by-laws. The name and address of the initial director(s) of this corporation until the first annual meeting of shareholders or until their successors are elected and shall qualify are:

<u>NAME</u>	<u>ADDRESS</u>
DANIEL CHARLES SCHUR	6339 N.W. 66TH Way Parkland, Florida 33067
JOYCE TEKLA SCHUR	6339 N.W. 66th Way Parkland, Florida 33067

ARTICLE VIII- INCORPORATOR

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

Daniel Charles Schur

6339 N. W. 66 Way Parkland
Fl. 33067

ARTICLE IX- BYLAWS

The power to adopt, alter, amend or repeal bylaws shall be vested in the Board of Directors and the shareholders.

ARTICLE X- CUMULATIVE VOTING

At each election for directors every shareholder entitled to vote at such election shall have the right to cumulate his votes by giving one candidate as many votes as the number of directors to be elected at the time multiplied by the number of his shares, or by distributing such votes on the same principle among any number of such candidates.

ARTICLE XI- INDEMNIFICATION

The corporation shall indemnify any officer or director, or any former officer or director, to the full extent permitted by law.

ARTICLE XII- AMENDMENT

This corporation reserves the right to amend or repeal any provisions contained in these Articles of Incorporation, or any amendment hereto, and any right conferred upon the shareholders is subject to this reservation.

of June 1998.

✓ Daniel Charles Schur
Daniel Charles Schur Subscriber

BEFORE ME, an officer authorized to take acknowledgment in the State and County set forth above, personally appear DANIEL CHARLES SCHUR and well known to me to be the person described in and who executed the foregoing Articles of Incorporation, and acknowledged to and before me that he executed the same freely and voluntarily for the uses and purposes expressed therein.

✓ Rudney Gay
Notary Public, State of Florida

AUDREY L. GAY
MY COMMISSION # CC415232 EXPIRES
October 20, 1998
BONDED THRU TROY FAIR INSURANCE, INC.

**CERTIFICATE DESIGNATING PLACE OF BUSINESS OR DOMICILE FOR THE
SERVICE OF PROCESS WITHIN THIS STATE, NAMING AGENT UPON WHOM
PROCESS MAY BE SERVED.**

In pursuance of Chapter 48.091 Florida Statutes, the following is submitted in compliance with said Act: that SURMED INC. is desiring to organize under the laws of the State of Florida has named J.T. SCHUR located at 950 N. Federal Hwy. Pompano Beach, Florida 33062 as its agent to accept service of process within this state.

ACKNOWLEDGMENT; (MUST BE SIGNED BY DESIGNATED AGENT)

Having been named to accept service of process for the above stated corporation, at the place designated in this certificate, I hereby accept to act in this capacity, and agree to comply with the provision of said Act relative to keeping open said office.

By: ✓ J.T. Schur
J.T. SCHUR
(Registered Agent)

EFFECTIVE DATE

7-6-98

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

98 JUL 13 PM 2:45

FILED