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LAZARUS CORPORATE FILING SERVICE, INC.  
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LOCAL REPRESENTATIVE TALLAHASSEE

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

1. M V MEDICAL EQUIPMENT, INC.  
 (Corporation Name) (Document #)
2. \_\_\_\_\_  
 (Corporation Name) (Document #)
3. \_\_\_\_\_  
 (Corporation Name) (Document #)
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 (Corporation Name) (Document #)

- Walk in     Pick up time 2:00     Certified Copy
- Mail out     Will wait     Photocopy     Certificate of Status

RECEIVED  
 98 AUG -6 AM 11:29  
 DIVISION OF CORPORATION

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 type="checkbox"/>	Limited Partnership
<input type="checkbox"/>	Reinstatement
<input type="checkbox"/>	Trademark
<input type="checkbox"/>	Other

FILED  
 98 AUG -6 PM 1:37  
 SECRETARY OF STATE  
 TALLAHASSEE FLORIDA

*[Handwritten Signature]*

Examiner's Initials

ARTICLES OF INCORPORATION  
OF  
M V MEDICAL EQUIPMENT, INC.

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SECRETARY OF STATE  
TALLAHASSEE FLORIDA

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ARTICLE I- CORPORATE NAME

The name of this corporation is: M V MEDICAL EQUIPMENT, INC.

ARTICLE II- NATURE OF BUSINESS AND POWERS.

The general nature of the business to be transacted by this corporation is to engage in any and all business permitted under the laws of the State of Florida and in particular to engage in the selling and rental of medical equipment.

Also purchasing, leasing, renting, selling, holding and otherwise acquiring and disposing real estate or personal property, both, tangible and intangible. Also in the purchase or acquisition of business rights of franchise or additional working capital.

ARTICLE III-CAPITAL STOCK.

The maximum number of shares of stocks that this corporation is authorized to issue and to have outstanding at anyone time is 100 shares of common stocks, having a par value of \$ 6.00 per share.

ARTICLE IV-TERMS OF EXISTENCE.

This corporation shall have perpetual existence, commencing upon the filing of these articles.

ARTICLES OF INCORPORATION.  
M V MEDICAL EQUIPMENT, INC.  
PAGE TWO

ARTICLE V-REGISTERED AGENT,  
REGISTERED OFFICE AND  
PRINCIPAL PLACE OF BUSINESS.

The Registered Agent and the street address of the initial Registered Office and Principal Office of this corporation in the State of Florida is:

NAME	ADDRESS
Juan C. Gonzalez-Aguilar	6850 Coral Way Suite 204 Miami, Fl 33155

The Board of Directors, from time to time, may move the Registered Office to any other address in the State of Florida.

ARTICLE VI-BOARD OF DIRECTORS.

This corporation shall have two directors initially. The number of directors may be increased or diminished by Bylaws adopted by the stockholders, but shall never be less than one.

ARTICLE VII-INITIAL DIRECTORS.

The name of the initial directors and their street address are:

NAME	ADDRESS
Maria Victoria Iglesias President/ Treasurer	6475 SW 38th St Miami, Fl 33155
Maritza Machin Vicepresident/Secretary	6475 SW 38th St Miami, Fl 33155

ARTICLES OF INCORPORATION  
M V MEDICAL EQUIPMENT, INC.  
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The persons named as initial directors shall hold office for the first year of existence of this corporation or until their successors are elected or appointed and have qualified, whichever occurs first.

ARTICLE VIII-INCORPORATORS.

The name of the persons signing these Articles as the Incorporators are:

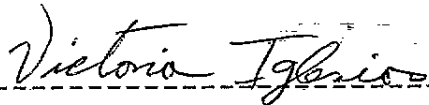
NAME	ADDRESS
Maria Victoria Iglesias	6475 SW 38th St Miami, Fl 33155
Maritza Machin	6475 SW 38th St Miami, Fl 33155

ARTICLE IX-AMENDMENTS.

These articles may be amended in the manner provided by law. Every amendment shall be approved by the Board of Directors, proposed by them to the stockholders and approved at a stockholder's meeting by at least a majority of the stockholders entitled to vote; unless all of the directors and all of the stockholders sign a written statement manifesting their intentions that a certain amendment of these articles be made.

ARTICLES OF INCORPORATION.  
M V MEDICAL EQUIPMENT, INC.  
PAGE FOUR.

IN WITNESS WHEREOF, the undersigned, as incorporator, has executed the foregoing Articles of Incorporation on this 30th day of July of 1998.



Maria Victoria Iglesias




Maritza Machin

ARTICLES OF INCORPORATION.  
M V MEDICAL EQUIPMENT, INC.  
PAGE FIVE.

ACKNOWLEDGEMENT OF REGISTERED AGENT.


Having been made to accept service of process for the above stated corporation, at place designate 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.

  
-----  
Juan S. Gonzalez-Aguilar

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SECRETARY OF STATE  
TALLAHASSEE FLORIDA

STATE OF FLORIDA )  
COUNTY OF DADE ) SS:

BEFORE ME, the undersigned authority, duly authorized to administered oaths, personally appeared, Maria Victoria Iglesias and Maritza Machin, to me known to be the persons described as Incorporators and who have executed the foregoing Articles of Incorporation, and acknowledge before me that they subscribe to these articles on this 30th day of July of 1998.

  
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Alberto Chavarriaga  
Notary Public  
State of Florida et al, et al

OFFICIAL NOTARY SEAL  
ALBERTO CHAVARRIAGA  
COMMISSION NUMBER  
CC673098  
MY COMMISSION EXPIRES  
AUG. 18, 2001  
NOTARY PUBLIC STATE OF FLORIDA