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TO: DIVISION OF CORPORATIONS

FAX #: (850)922-4001

FROM: EMPIRE CORPORATE KIT COMPANY
CONTACT: RAY STORMONT
PHONE: (305)541-3694

ACCT#: 072450003255

FAX #: (305)541-3770

NAME: SERENA MEDICAL ENTERPRISES, INC.

AUDIT NUMBER.....H98000015040

DOC TYPE.....FLORIDA PROFIT CORPORATION OR P.A.

CERT. OF STATUS..0

PAGES..... 4

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Dmc
8/13/98



FLORIDA DEPARTMENT OF STATE
Sandra B. Mortham
Secretary of State

August 13, 1998

EMPIRE CORPORATE KIT

SUBJECT: SERENA MEDICAL ENTERPRISES, INC.
REF: W98000018427

We received your electronically transmitted document. However, the document has not been filed. Please make the following corrections and refax the complete document, including the electronic filing cover sheet.

Article 5 states there will be 4 director(s), whereas 3 is/are listed.

Please return the original and one copy of your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 487-6923.

Doris McDuffie
Corporate Specialist Supervisor

FAX Aud. #: H98000015040
Letter Number: 298A00042101

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ARTICLES OF INCORPORATION

OF

SERENA MEDICAL ENTERPRISES, INC.

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLE 1. CORPORATE NAME.

The name of this corporation is SERENA MEDICAL ENTERPRISES, INC.

ARTICLE 2. PRINCIPAL OFFICE.

The principal place of business and mailing address of this corporation are 55 West 29th Street Suite B Hialeah, Florida 33012.

ARTICLE 3. CAPITAL STOCK.

The number of shares of stock that this corporation is authorized to have outstanding at any one time is 5000 \$ 1.00 par value common shares.

ARTICLE 4. INITIAL REGISTERED AGENT AND OFFICE.

The name of the initial registered agent and the address of the initial registered office is: Ira B. Price 9100 S. Dadeland Blvd. # 1701 Miami, Florida 33156.

ARTICLE 5. DIRECTORS

The number of directors of the corporation shall be fixed by the bylaws of the corporation. The initial board of directors shall consist of 3 directors whose name and addresses are as follows:

Pablo Morales
1722 S.W. 85 Court
Miami, Florida 33155

Juan Urbina
9 S.W. 102 Court
Miami, Florida 33174

Prepared by:
Ira B. Price, Esq.
9100 South Dadeland Blvd., Suite 1701
Miami, Florida 33156
Florida Bar No. 0216789
(305) 670.3030

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1198000015040
Esperanza Mantica
1722 S.W. 85 Court
Miami, Florida 33155

ARTICLE 6. INCORPORATORS.

The name(s) and street address(es) of the incorporator(s) of these articles of incorporation are:

Pablo Morales
1722 S.W. 85 Court
Miami, Florida 33155

Juan Urbina
9 S.W. 102 Court
Miami, Florida 33174

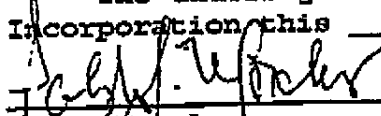
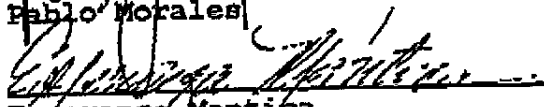
Esperanza Mantica
1722 S.W. 85 Court
Miami, Florida 33155

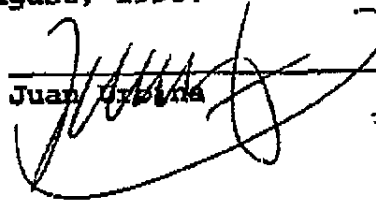
ARTICLE 7. INDEMNIFICATION

The corporation shall indemnify to the fullest extent permitted by the Florida Business Corporation Act any person who has been made, or is threatened to be made, a party to an action, suit, or proceeding, whether civil, criminal, administrative, investigative, or otherwise (including an action, suit or proceeding by or in the right of the corporation), by reason of the fact that the person is or was a director or officer of the corporation, or a fiduciary within the meaning of the Employee Retirement Income Security Act of 1974 with respect to an employee benefit plan of the corporation, or serves or served at the request of the corporation as a director, or as an officer, or as a fiduciary of an employee benefit plan, of another corporation, partnership, joint venture, trust or other enterprise. In addition, the corporation shall pay for or reimburse any expenses incurred by such persons who are parties to such proceedings, in advance of the final disposition of such proceedings, to the full extent permitted by the Florida Business Corporation Act.

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The undersigned incorporator has executed these Articles of Incorporation this _____ day of August, 1998.


 Pablo Morales

 Esperanza Mantica

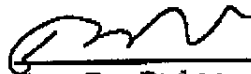

 Juan Arredondo

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 TALLAHASSEE, FLORIDA

ACCEPTANCE OF REGISTERED AGENT

Having been named as registered agent and designated to accept service of process for the above corporation, I hereby accept the appointment as registered agent and agree to act in this capacity. I further agree to comply with the provisions of all statutes relating to the proper and complete performance of my duties, and I am familiar with and accept the obligations of my position as registered agent.

August 12, 1998


 Ira B. Price

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