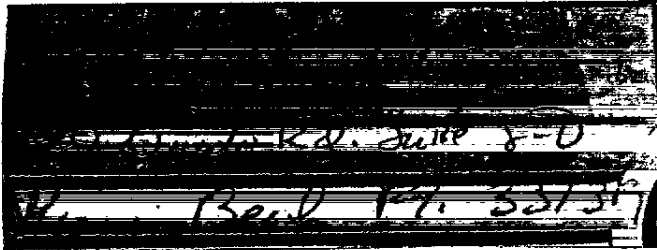


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Office Use Only

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

**EFFECTIVE DATE**  
8-12-98

1. \_\_\_\_\_ (Corporation Name) \_\_\_\_\_ (Document #)
2. \_\_\_\_\_ (Corporation Name) \_\_\_\_\_ (Document #)
3. \_\_\_\_\_ (Corporation Name) \_\_\_\_\_ (Document #)
4. \_\_\_\_\_ (Corporation Name) \_\_\_\_\_ (Document #)

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 98 AUG 14 AM 7:21  
 SECRETARY OF STATE  
 TALLAHASSEE, FLORIDA

- ☐ Walk in      ☐ Pick up time \_\_\_\_\_      ☐ Certified Copy  
☐ Mail out      ☐ Will wait      ☐ Photocopy      ☐ Certificate of Status

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

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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

F. CHESSEY AUG 18 1998

Examiner's Initials	
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**ARTICLES OF INCORPORATION  
OF  
MEDSTAT MANUFACTURING, INC.**

The undersigned, acting as incorporator of Medstat Manufacturing, Inc., under the Florida Business Corporation Act, adopts the following Articles of Incorporation.

**EFFECTIVE DATE**

8-12-98 **ARTICLE I. NAME**

The name of the corporation is:

**Medstat Manufacturing, Inc.**

**ARTICLE II. ADDRESS**

The mailing Address of the corporation is:

407 Lincoln Rd. Suite 8-D  
Miami Beach, Fl. 33139

**ARTICLE III. COMMENCEMENT OF EXISTENCE**

The Existence of the corporation will commence on August 12, 1998.

**ARTICLE IV. PURPOSE**

This corporation is organized to engage in any activity or business permitted under the laws of the United States of America and the State of Florida.

**ARTICLE V. AUTHORIZED SHARES**

The maximum number of shares that the corporation is authorized to have outstanding at any time is 10,000 shares of common stock having a par value of \$.01 per share.

**ARTICLE VI. INITIAL REGISTERED OFFICE AND AGENT**

The street address of the initial registered office of the corporation is 407 Lincoln Road, Suite 8-D, Miami Beach, Fl. 33140 and the name of the corporation's initial registered agent at that address is **Jorge L. Amaro.**

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## **ARTICLE VII. INITIAL BOARD OF DIRECTORS**

This corporation shall have two directors initially. The number of directors may either increase or diminish from time to time, as provided by the bylaws, but shall never be less than one. The name and street address of the initial directors are:

<u>Name:</u>	<u>Address:</u>
Jorge L. Amaro	407 Lincoln Rd. Suite 8-D Miami Beach, Fl. 33139
Carlos A. Amaro	407 Lincoln Rd. suite 8-D Miami Beach, Fl. 33139

## **ARTICLE VIII. INCORPORATOR**

The name of the incorporator is:

<u>Name</u>	<u>Address</u>
Jorge L. Amaro	407 Lincoln Rd. Suite 8-D Miami Beach, Fl. 33139

The incorporator of the corporation assigns to this corporation his rights under Section 607.0201, Florida Statutes, to constitute a corporation. He assigns to those persons designated by the board of directors any rights he may have as incorporator to acquire any of the capital stock of this corporation. This assignment becoming effective on the date corporate existence begins.

## **ARTICLE IX. INDEMNIFICATION**

Every person who now is or hereafter shall be a Director or Officer of the corporation shall be indemnified by the corporation against all costs and expenses (including counsel fees) hereafter reasonably incurred by or imposed upon him in connection with, or resulting from, any action, suit or proceeding of whatever nature, to which he or she is or shall be made a party by reasons of his or her being or having been a Director or Officer of the corporation ( Whether or not he or she is a Director or Officer at the time he or she is made a party to such action, suit or proceeding, or at the time such cost or expense is incurred by or imposed upon him or her) except in relation to matters as to which he or she shall be finally adjudged in such action, suit or proceeding to have been derelict in the performance of his or her duties as such Director or Officer. The right of

indemnification herein provided shall not be exclusive of other rights to which any such person may now or hereafter be entitled as a matter of law.

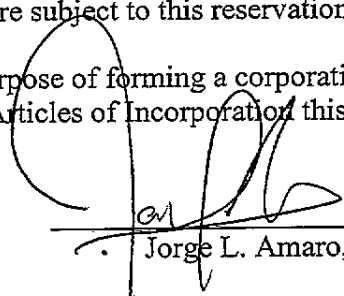
#### **ARTICLE X. BYLAWS**

The power to adopt, alter, amend, or repeal bylaws shall be vested in the board of directors and the shareholders. Except that the board of directors may not amend or repeal any bylaw adopted by the shareholders if the shareholders specifically provide that the bylaw is not subject to amendment or repeal by the directors.

#### **ARTICLE XI. AMENDMENTS**

The corporation reserves the right to amend, alter, change, or repeal any provision contained in these Articles of Incorporation in the manner prescribed by law, and all rights herein conferred on shareholders are subject to this reservation.

The undersigned incorporator, for the purpose of forming a corporation under the laws of the State of Florida, has executed these Articles of Incorporation this 12 day of Aug. 1998

  
\_\_\_\_\_  
Jorge L. Amaro, Incorporator

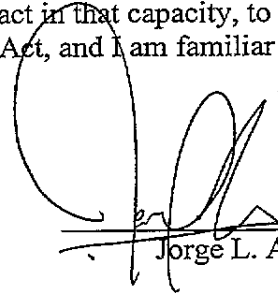
**CERTIFICATE DESIGNATING PLACE OF BUSINESS OR DOMICILE FOR  
THE SERVING OR PROCESS WITHIN THE STATE OF FLORIDA AND  
NAMING THE AGENT UPON WHOM PROCESS MAY BE SERVED**

Pursuant to Chapter 48.091, Florida Statutes, the following is submitted:

That Medstat Manufacturing, Inc. , desiring to organize under the laws of the state Of Florida with its initial registered office as indicated in the Articles of Incorporation, at 407 Lincoln Rd., Suite 8-D , Miami Beach, Florida 33139, has named Jorge L. Amaro as its agent to accept service of process within the state.

**ACKNOWLEDGEMENT:**

Having been named to accept service of process for the corporation named above, at the place designated in this certification. I agree to act in that capacity, to comply with the provisions of the Florida Business Corporation Act, and I am familiar with, and accept, the obligations of that position.

  
\_\_\_\_\_  
Jorge L. Amaro

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