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September 4, 1998

7 September 4, 1998

Florida Department of State Division of Corporations New Filings Section Post Office Box 6327 Tallahassee, FL 32314

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RE:

Incorporation of DiaCare International, Inc.

Our File No. 1056-01

Dear Madam / Sir

Enclosed please find the original and one copy of the Articles of Incorporation for the above-referenced corporation which we ask that you file. Also enclosed is our check in the amount of \$122.50 which represents the fee for same. Kindly provide us with a certified copy of the Articles.

Should you have any questions, please do not hesitate to contact me.

Very truly yours,

M. GLENN CURRAN, III, P.A.

MGC:jml Enclosures 98 SEP -8 AH 7:58
SECRETARY OF STATE
TALLAHASSEE, FIORIO

APPROVED

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# ARTICLES OF INCORPORATION **OF**

## DiaCare International, Inc.

(A FLORIDA CORPORATION)

The undersigned, acting as Incorporator of a Florida corporation under the Florida General Corporation Act, Chapter 607 of the Florida Statutes, hereby adopts the following Articles of Incorporation for such Corporation:

#### Article I - NAME

The name and principal place of business of the Corporation is:

DiaCare International, Inc. 1963 SW 70th Way Pompano Beach, Florida 33068

#### Article II - PURPOSE

The Corporation is organized for the purpose of transacting any and all lawful business for which corporations may be incorporated under the laws of the State of Florida.

#### Article III -- CAPITAL STOCK

The Corporation is authorized to issue Seven Thousand Five Hundred shares of One Dollar par value Common Stock.

Articles of Incorporation

## Article IV - INITIAL REGISTERED OFFICE AND AGENT

The name and Florida street address of the initial registered agent and office of the Corporation is James L. Cruz, 1963 SW 70th Way, Pompano Beach, FL 33068.

## Article V - INITIAL BOARD OF DIRECTORS

The Corporation shall initially have one director(s) to hold office until the first annual meeting of shareholders and their successors shall have been duly elected and qualified, or until their earlier resignation, removal from office, or death. The number of directors may be either increased or decreased from time to time in accordance with the Bylaws of the Corporation. The name and address of the initial director(s) of the Corporation is/are:

James L. Cruz 1963 SW 70th Way Pompano Beach, FL 33068 President, Secretary, Treasurer, Director

## Article VI -- INCORPORATOR

The name and address of each incorporator is:

James L. Cruz 1963 SW 70th Way, Pompano Beach, Florida 33068

## Article VII - AMENDMENTS

The power to amend these Articles of Incorporation in accordance with law is reserved to the shareholders. Any right conferred upon any shareholder by these Articles of Incorporation is subject to this reservation.

IN WITNESS WHEREOF, the undersigned has executed these Articles of Incorporation this 16th day of July Incorporator: James L. Cruz STATE OF FLORIDA **COUNTY OF BROWARD** The foregoing instrument was acknowledged before me this 16th day of 1998, by James L. Cruz, who Dis personally known to me or who as identification and who did take an oath. (signature of notary officer taking acknowledgment) M. Glown Curran, III (printed name of notary officer taking acknowledgment) (NOTARY SEAL)

#### ACCEPTANCE OF DESIGNATION AS REGISTERED AGENT

Having been named as registered agent and to accept service of process for the above stated corporation at the place designated in this certificate, I, James L. Cruz, hereby accept the appointment as the initial Registered Agent of this corporation 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.

DATE: 7/16/98

BY:

James L. Cruz, as Registered Agen

98 SEP -8 AM 7:58
SEGRETARY OF STATE