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FROM: EMPIRE CORPORATE KIT COMPANY ACCT#: 072450003255
CONTACT: RAY STORMONT
PHONE: (305)541-3694 FAX #: (305)541-3770

NAME: DEPENDABLE HEALTHCARE PRODUCTS, INC.
AUDIT NUMBER.....H98000020814
DOC TYPE.....FLORIDA PROFIT CORPORATION OR P.A.
CERT. OF STATUS..0 PAGES..... 4
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ARTICLES OF INCORPORATION
OF
DEPENDABLE HEALTHCARE PRODUCTS, INC.

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLE I. Name

The name of this Florida corporation is :
Dependable Healthcare Products, Inc.

ARTICLE II. Address

The mailing address of the Corporation is:

Dependable Healthcare Products, Inc.
817 Hampton Court.
Weston , Florida 33326
USA

ARTICLE III. Registered Agent

The name and address of the registered agent of the Corporation is:

Inna Shapovalov
16300 NE 19th Ave. Suite 250
North Miami Beach , Florida 33162
USA

ARTICLE IV. Board of Directors

The names of each member of the Corporation's Board of Directors are:

Isabel Levin
Michael Tartakovsky
Elena Shklovsky

The affairs of the Corporation shall be managed by a Board of Directors consisting of no less than one director. The number of directors may be increased or decreased from time to time in accordance with the Bylaws of the

Inna Shapovalov / Florida Bar Member 084123
Law Offices of Inna Shapovalov, P.A.
16300 NE 19th Ave, Suite 250,
North Miami Beach, Florida 33162 USA

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Corporation. The election of directors shall be done in accordance with the Bylaws. The directors shall be protected from personal liability to the fullest extent permitted by applicable law.

ARTICLE V. Capital Stock

The Corporation shall have authority to issue 2,000 shares of common stock, par value \$0.01 per share (US dollars).

ARTICLE VI. Incorporator

The name of the incorporator is

Inna Shapovalov
Law Offices of Inna Shapovalov, P.A.
16300 NE 19th Ave. Suite 250
North Miami Beach, Florida USA 33162

ARTICLE VII. Corporate Existence

The Corporate existence shall begin effective immediately upon approval by the Secretary of State, Florida, USA.

The undersigned incorporator executed these articles of incorporation on November 9, 1998.


INNA SHAPOVALOV

Inna Shapovalov / Florida Bar Member 084123
Law Offices of Inna Shapovalov, P.A.
16300 NE 19th Ave, Suite 250,
North Miami Beach, Florida 33162 USA

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**CERTIFICATE OF DESIGNATION
REGISTERED AGENT/OFFICE**

CORPORATION:

Dependable Healthcare Products, Inc.

REGISTERED AGENT/OFFICE:

**Inna Shapovalov
Law Offices of Inna Shapovalov, P. A.
16300 NE 19th Ave. Suite 250
North Miami Beach, Florida 33162
USA**

I agree to act as registered agent to accept service of process for the corporation named above at the place designated in this Certificate. I agree to comply with the provisions of all statutes relating to the proper and complete performance of the registered agent duties. I am familiar with and accept the obligations of the registered agent position.



Inna Shapovalov

Date : 11/9/98

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