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To: Division of Corporations
Fax Number : (850) 922-4001

From: Account Name : FAS-T CORP. AGENTS, INC.
Account Number : 071001002335
Phone : (305) 599-0839
Fax Number : (305) 716-0346

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TALLAHASSEE, FLORIDA

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FLORIDA PROFIT CORPORATION OR P.A.

SERPREST MEDICAL, INC.

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FLORIDA DEPARTMENT OF STATE
Sandra B. Mortham
Secretary of State

November 19, 1998

FAS-T CORP. AGENTS, INC.

SUBJECT: SERPREST MEDICAL, INC
REF: W98000025907

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.

Please accept our apology for failing to mention this in our previous letter.

The name of the entity must be identical throughout the document.

THERE IS NO PERIOD AFTER INC IN ARTICLE I AND NO COMMA BEFORE INC. ON THE REGISTERED AGENT'S CERTIFICATE.

If you have any further questions concerning your document, please call (850) 487-6926.

Tracy Augsburg
Document Specialist

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ARTICLES OF INCORPORATION

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

OF

SERPREST MEDICAL, INC.

THE UNDERSIGNED has executed the following document as incorporator of the above named corporation. A Corporation organized under the laws of the State of Florida, and all rights duties and obligations of the undersigned as incorporator, and those of the corporation are to be determined in accordance with the laws of the State of Florida.

ARTICLE I

The name of this corporation shall be: SERPREST MEDICAL, INC.

ARTICLE II

This corporation shall commence existence upon the filing of these Articles of Incorporation by the Department of State, State of Florida, and shall have perpetual existence.

ARTICLE III

The principal place of business and mailing address of this Corporation shall be: 1020 SW 64 Avenue Miami, FL 33144.

ARTICLE IV

The general nature of the business and objects and purposes proposed to be transacted and carried on by this corporation are to do any and all of the things herein mentioned, as fully and To the same extent as natural persons might do, viz.

- (1) Transact any and all lawful business.
- (2) Said corporation shall further have powers:

Prepared by: Herminia Rosario
Rosario & Associates,
4410 W 16th Ave. #2
Hialeah, Florida 33012
Phone (305) 828-8622
Fax (305) 828-4657

To have perpetual succession by its corporate name; To sue and be sued, complain, and defend in its Corporate name in all actions or proceedings; To have a corporate seal, which may be altered at pleasure, and to use the same by causing it, or a facsimile thereof, to be impressed, affixed, or in any other manner reproduced; To purchase, take, receive, lease, or otherwise acquire, own, hold, improve, use, and otherwise deal in and with real or personal property or any interest therein, wherever situated;

To sell, convey, mortgage, pledge, and create a security interest in, lease, exchange, transfer, and otherwise dispose of all or any part of its property and assets; To lend money to, and use its credit to assist, its officers and employees in accordance with Florida Statute S607.141;

To purchase, take, receive, subscribe for, or otherwise acquire, own, hold, vote, use, employ, sell, mortgage, lend, pledge, or otherwise dispose of, and otherwise use and deal in and with, Shares or other interests in, or obligations of, other domestic or foreign corporations, associations, partnerships, or individuals, or direct or indirect obligations of the United States or of any other government, state, territory, governmental district, or municipality or of any instrumentality thereof;

To make contracts and guarantees and incur liabilities, borrow money at such rates of interest as the corporation may determine, issue its notes, bonds, and other obligations, and secure any of its obligations by mortgage or pledge of all or any of its property, franchises, and income;

To lend money for its corporate purposes, invest and reinvest its funds, and take and hold real and personal property as security of the payment of funds so loaned or invested; To conduct its business, carry on its operations, and have offices and exercise the powers granted by this act within or without this state; To elect or appoint officers and agents of the corporation and define their duties and fix their compensation.

To make and alter bylaws, not inconsistent with its articles of incorporation or with the laws of this state, for the administration; To make donations for the public welfare or for charitable, Scientific, or educational purposes;

To transact any and all lawful business, which the board of directors shall find, will be in aid of governmental policy; to pay pensions and establish pension plans, profit sharing plans, stock bonus plans, stock option plans, and other incentive plans for any or all of its directors, officers, and employees and for any or all of the directors, officers, and employees of its subsidiaries;

To be a promoter, incorporator, partner, member, associate, or manager of any corporation, partnership, joint venture, trust, or other enterprise;

To have and exercise all powers necessary or convenient to effect its purposes; To indemnify any person who by reason of the fact that he is or was a director, officer, employee or agent of the corporation to the full extent as permitted by Florida Statute §607.014;

ARTICLE V

The aggregate number of shares, which this corporation shall have authority to issue, is the total sum of 1,000 shares, having an individual par value of \$100.00

Unless otherwise stated in these articles, or in an amendment to these articles, there shall be only one (1) class of stock of this corporation.

ARTICLE VI

The name and street address of the initial Registered Agent of this corporation shall be:

JOSE JOAQUIN FIMENTEL
1020 SW 64 AVENUE MIAMI, FL 33144

ARTICLE VII

The initial board of Directors shall consist of a total of 1 person(s) and the name and address of the person(s) who are to serve as an initial directors is:


ALBERTO MORA
1733NW 79 AVENUE
MIAMI, FL 33126 CPS # 347
PRESIDENT

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ARTICLE VIII

The name and address of the incorporator executing these Articles of Incorporation is
ALBERTO MORA, 1733NW 79 AVENUE MIAMI, FL 33126 CPS # 347.

The undersigned has executed these Articles of Incorporation this 13 day November of 1998.



Incorporator

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ACCEPTANCE BY REGISTERED AGENT

Pursuant to the provisions of sections 607.0501, Florida Statutes, the Undersigned Corporation, organized under the laws of the State of Florida, submits the following statement in designating the registered office/registered agent, in the state of Florida.

SERPREST MEDICAL, INC., a Corporation organized under the laws of the State of Florida has named **JOSE JOAQUIN PIMENTEL** of 1020 SW 64 AVE, MIAMI, FL 33144, MIAMI DADE County, State of Florida, as its agent to accept service of process within this state.


JOSE JOAQUIN PIMENTEL

HAVING BEEN NAMED TO ACCEPT SERVICE OF PROCESS FOR SERPREST MEDICAL INC., A FLORIDA CORPORATION, THE UNDERSIGNED HEREBY AGREES TO ACT IN THIS CAPACITY, AND FURTHER AGREES TO COMPLY WITH THE PROVISIONS OF ALL STATUTES RELATIVE TO THE PROPER AND COMPLETE DISCHARGE OF HIS/HER DUTIES.

Dated this November 13, 1998.


JOSE JOAQUIN PIMENTEL

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