

P99000010469

Arthur A. Bleich

Requester's Name

Videomed Corp.
3000 N. Bayshore Dr.

Address

Miami, FL 33138

City/State/Zip

Phone #

Office Use Only

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

1. _____ (Corporation Name) _____ (Document #)
2. _____ (Corporation Name) _____ (Document #)
3. _____ (Corporation Name) _____ (Document #)
4. _____ (Corporation Name) _____ (Document #)

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
99 JAN 26 PM 4:33

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

NEW FILINGS

- Profit
 Not for Profit
 Limited Liability
 Domestication
 Other

AMENDMENTS

- Amendment
 Resignation of R.A., Officer/Director
 Change of Registered Agent
 Dissolution/Withdrawal
 Merger

OTHER FILINGS

- Annual Report
 Fictitious Name

REGISTRATION/QUALIFICATION

- Foreign
 Limited Partnership
 Reinstatement
 Trademark
 Other

000002755300-7
-01/26/99--01072--004
****128.75 ****128.75

Examiner's Initials

Handwritten initials: 2-5

ARTICLES OF INCORPORATION
In compliance with Chapter 607, F.S., Florida Profit

ARTICLE I NAME

The name of the corporation shall be:

VIDEOMED CORPORATION

ARTICLE II PRINCIPLE OFFICE

The principle place of business/ mailing address is:

8800 N. Bayshore Dr.
Miami, FL 33138

ARTICLE III SHARES

The number of shares of stock is:

1,500,000 shares; no par value

ARTICLE IV OFFICERS/DIRECTORS (OPTIONAL)

The name(s) and address(es):

Arthur H. Bleich, President
8800 N. Bayshore Dr.
Miami, FL 33138

ARTICLE V REGISTERED AGENT

The name and Florida street address of the registered agent is:

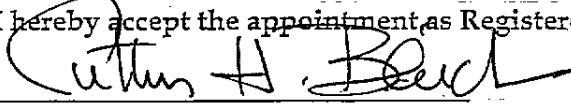
Arthur H. Bleich
8800 N. Bayshore Dr.
Miami, FL 33138

ARTICLE VI INCORPORATOR

The name and address of the Incorporator is:

Arthur H. Bleich
8800 N. Bayshore Dr.
Miami, FL 33138

I hereby accept the appointment as Registered Agent & agree to act in this capacity.



Signature/Registered Agent

January 15, 1999
Date



Signature/Incorporator

January 15, 1999
Date

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CERTIFICATE OF DOMESTICATION

The undersigned, Arthur H. Bleich, President
(Name) (Title)

of VIDEOMED CORPORATION a foreign Corporation
(Corporation Name)

in accordance with Florida Statutes, section 607.1801 does hereby certify:

1. The date on which corporation was first formed was November 9, 1992, 19 92
2. The jurisdiction where the above named corporations was first formed, incorporated, or otherwise came into being was State of Delaware
3. The name of the corporation immediately prior to the filing of this Certificate of Domestication was VIDEOMED CORPORATION
4. The name of the corporation, as set forth in its articles of incorporation, to be filed pursuant to ss. 607.0202 and 607.0401 with this certificate is VIDEOMED CORPORATION

5. The jurisdiction that constituted the seat, siege, social principal place of business or central administration of the corporation, or any other equivalent thereto under applicable law immediately prior to the filing of the Certificate of Domestication was

1013 Centre Rd., Wilmington, DE 19805

I am President, of VIDEOMED CORPORATION

and am authorized to sign this certificate of Domestication on behalf of the corporation and have done so this the 15th day of January 19 99


(Authorized Signature)

Filing Fee:

Certificate of Domestication	\$50.00
Articles of Incorporation and Certified Copy	\$78.75
Total to domesticate and file	\$128.75

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99 JAN 26 PM 1:23