

P99000024/32

GARDNER, TEPPER & KOLLER

A Partnership of Professional Associations

Robert M. Gardner, P.A.

Scott C. Teppner, P.A.

Michael P. Koller, P.A.

Frank J. Teppner
Of Counsel

TRANSMITTAL LETTER

March 1, 1999

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-03/11/99--01028--004
*****78.75 *****78.75

Department of State
Division of Corporations
P.O. Box 6327
Tallahassee, Florida 32314

Re: Corporate Formation
GLOBALMED INTERNATIONAL, INC.

Dear Sir or Maam:

Enclosed please find an original and one (1) copy of the articles of incorporation and a check for:

_____ \$70.00
Filing Fee

_____ \$78.75
Filing Fee
& Certificate

 X \$78.75
Filing Fee
& Certified Copy

_____ \$87.50
Filing Fee,
Certified Copy
& Certificate of
Status

ADDITIONAL COPY REQUIRED

Please provide the original and one copy of the articles to my attention at the address below.
Thank you for your assistance.

Very Truly Yours,


Robert Gardner

209 South Halifax Avenue, Daytona Beach, Florida 32118
Volusia Telephone: (904) 258-5995 Facsimile: (904) 258-9965
Offices: Daytona Beach, Ormond Beach

FILED
99 MAR 11 PM 2:15
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

CB
3/16/99
4

**ARTICLES OF INCORPORATION
OF
GLOBALMED INTERNATIONAL, INC.**

FILED
99 MAR 11 PM 2:15
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

In compliance with the requirements of F.S. Chapter 607, the undersigned, being a natural person, does hereby act as an incorporator in adopting and filing the following Articles of Incorporation for the purpose of organizing a business corporation.

ARTICLE I NAME

The name of the corporation shall be: **GLOBALMED INTERNATIONAL, INC.**

ARTICLE II PRINCIPAL OFFICE

The principal place of business and mailing address of this corporation shall be:

211 East International Speedway Boulevard, Daytona Beach, FL 32118

ARTICLE III CAPITAL STOCK

The number of shares of stock that this corporation is authorized to issue is **two hundred thousand (200,000)**, of which **fifty thousand (50,000)** shall be Voting Common Shares entitled to one vote for each share on all matters on which shareholder shall have the right to vote and **one hundred fifty thousand (150,000)** shall be Non-voting Common Shares not entitled to vote to the extent provided by relevant Florida Statutes.

ARTICLE IV INITIAL REGISTERED AGENT AND ADDRESS

The name and address of the initial registered agent is:

**Robert M. Gardner
c/o Gardner, Tepper & Koller, 209 South Halifax Avenue, Daytona Beach, FL 32118**

ARTICLE V INCORPORATOR

The name and street address of the incorporator to these Articles of Incorporation is:

**Robert M. Gardner
c/o Gardner, Tepper & Koller, 209 South Halifax Avenue, Daytona Beach, FL 32118**

ARTICLE VI INDEMNIFICATION

The corporation shall indemnify its directors, officers, employees, and agents to the fullest extent permitted by law.

The undersigned has executed these Articles of Incorporation this 1st day of March, 1999.



ROBERT M. GARDNER, Incorporator

CERTIFICATE OF DESIGNATION
REGISTERED AGENT/REGISTERED OFFICE

Pursuant to the provisions of Section 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.

1. The name of the corporation is: **GLOBALMED INTERNATIONAL, INC.**
2. The name and address of the registered agent and office is:

Robert M. Gardner

Signature:

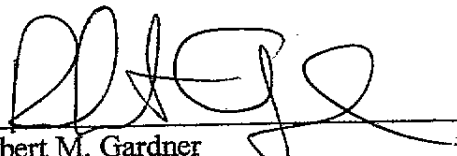

ROBERT M. GARDNER, Incorporator

Date:

1 Mar 99

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 HEREBY ACCEPT THE APPOINTMENT AS REGISTERED AGENT 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.

Signature:


Robert M. Gardner

Date:

1 Mar 99

FILED
99 MAR 11 PM 2:15
SECRETARY OF STATE
TALLAHASSEE, FLORIDA