OFFICE U LAZARU (Requestor's Name) 3320 S.W. 87th AVENUE (Address) MIAMI, FLORIDA (305)552-5973 (City, State, Zip) LOCAL REPRESENTATIVE TALLAHASSEE OFFICE USE ONLY CORPORATION NAME(S) & DOCUMENT NUMBER(S) (if known): (Corporation Name) (Document #) (Document #) (Corporation Name) (Document #) → Walk in Pick up time Certified Copy Photocopy Mail out Will wait Certificate of Status **NEW FILINGS** AMENDMENTS **Profit** Amendment Resignation of R.A., Officer/Director NonProfit Change of Registered Agent Limited Liability Dissolution/Withdrawal Domestication Merger Other REGISTRATION/ OTHER FILNGS QUALIFICATION Annual Report ******78.75 *****78.75 Foreign Fictitious Name Limited Partnership Name Reservation Reinstatement Trademark Other Examiner's Initials

CR2E031(9/92)

OF

NEUCOM MEDICAL CORP.

SECRETARY SEE FLORE STORE STOR We, the undersigned, hereby associate ourselves for the purpose of becoming a corporation under the laws of the State of Florida and under the state of the State of Florida providing for the formation right, privileges, immunities and liabilities of Incorporating for profit, it is:

ARTICLE I

The name of the corporation shall be: NEUCOM MEDICAL CORP.

ARTICLE II

The corporation shall engage in any activity or business permitted under the laws of the State of Florida and of the United States of America

ARTICLE III

The maximum number of shares which the corporation is authorized to issue and have outstanding at any one time is 500 shares of have a par value of \$ 1.00 per share). All stock is to be issued as fully paid and exempt from assessment.

ARTICLE IV

The pledge, sale transfer or other disposition of the capital stock may be governed and restricted by the By-law's or written agreement among the stockholders which shall be on file in the office of the offices of the corporation so named in Article VII herein.

The By-law's may provide for cumulative voting by stockholders at all election of the directors of the corporation.

ARTICLE V

The amount of capital with which this corporation may begin business shall not be less than Five Hundred (\$500.00) Dollars.

ARTICLE VI

The existence of the corporation is perpetual.

ARTICLE VII

The initial post office address and principal offices of the corporation in the State of Florida shall be 9745 SUNSET DR. SUITE 201

MIAMI, FLORIDA 33173-4649

The board of Directors may from time to time move the principal offices to any other address within the State of Florida. The register agent is:

RENE J. GARCIA Address: 10260 SW 56 ST. MIAMI, FL 33165

ARTICLE VIII

The business of the corporation shall be managed by a Board of Directors consisting of no less than (1) nor more than (5) directors. A quorum for the holding of a meeting of the Board of Directors, and for the transaction of any business properly carried out by the directors on behalf of the corporation, shall consist of a majority of the members thereof. But, the directors, by unanimous consent in writing, included in the minutes of the corporation, may consent to do the doing of any act and such consent in writing shall have the same force and the effect as though a formal meeting had been held pursuant to call being duty made and as though the said act had been completed and authorized at a meeting at which a quorum had been present, and/or such duties may be delegated to an "Executive Committee".

ARTICLE IX

The name and post office addresses of the members of the first Board of Directors and state corporate officers are as follows:

NAME

TITLE

ADDRESS

RENE J. GARCIA President/Secretary

10260 SW 56 ST.. MIAMI, FL 33165

ARTICLE X

The name and post office addresses of the subscribers to the Articles of Incorporation, and the number of shares of stock that they agree to take care of are as follows:

NAME

ADDRESS

SHARES CASH VALUE

RENE J. GARCIA 10260 SW 56 ST.

10260 SW 56 ST. MIAMI, FL 33165 500

\$500,00

ARTICLE XI

The stock of the corporation may be issued pursuant to the provisions under *1244 of the Internal Revenue Code in order for the stockholders of the corporation may receive the benefits thereunder.

IN WITNESS WHEREOF: We have hereunto set our hands and seals this <u>a 3RD</u> day of <u>NOVEMBER</u>, <u>1999</u>.

RENE J. GARCIA -President/Secretary

STATE OF FLORIDA COUNTY OF **DADE**

I hereby certify that this day personally appeared before me, an

in the State of Florida, RENE J. GARCIA

officer dully authorized to take acknowledgments and administer oaths

| foregoing Articles of Incorp | sons described in and who executed the oration, and who acknowledged before me freely and voluntarily for the purpose |
|--|---|
| WITNESS; my hand and off 19 99 , at Miami, county of D | ficial seal this <u>3rd</u> day of <u>November</u> ade, State of Florida. |
| | Hemausk |
| | Notary Public State of Florida at Large |

J. FERNANDEZ
MY COMMISSION # CC 685953
EXPIRES: October 24, 2001
Bonded Thru Notary Public Underwriters

(seal)

CERTIFICATE DESIGNATING REGISTER AGENT/REGISTER OFFICE

Pursuant to the provisions of section 607.325, Florida Statute, 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:

NEUCOM MEDICAL CORP.

2.- The name and address of the registered agent and office is:

RENE J. GARCIA

10260 SW 56 ST. (P.O. BOX NOT ACCEPTABLE)

MIAMI, FLORIDA 33165

(CITY/STATE/ZIP)

SIGNATURE

Cornorate Öfficer)

TITLE President/Secretary

DATE 11/3/99

HAVING BEEN NAMED TO ACCEPT SERVICE OF PROCESS FOR THE ABOVE STATED CORPORATION, AT THE PLACE DESIGNATED IN THIS CERTIFICATE, I HEREBY AGREE TO ACT IN THIS CAPACITY, AND I FURTHER AGREE TO COMPLY WITH THE PROVISIONS OF ALL STATUTES RELATIVE TO THE PROPER AND COMPLETE PERFORMANCE OF MY DUTIES, AND ACCEPT THE DUTIES AND OBLIGATIONS OF SECTION 607.325 FLORIDA

STATUTES.

SIGNATURE

Registered Agent

4: 20 STATE LORIO/

DATE 11/3/99

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