

Filing Fee \$150.00

State of Rhode Island and Providence Plantations

OFFICE OF THE SECRETARY OF STATE

CORPORATIONS DIVISION

100 NORTH MAIN STREET

PROVIDENCE, RI 02903

Corp. I.D. #

80533

BUSINESS CORPORATION

ORIGINAL ARTICLES OF INCORPORATION

The undersigned acting as incorporator(s) of a corporation under Chapter 7-1.1 of the General Laws, 1956, as amended, adopt(s) the following Articles of Incorporation for such corporation:

FIRST. The name of the corporation is SSHM Surgical Supply, Inc.

(A close corporation pursuant to §7-1.1-51 of the General Laws, 1956, as amended) (strike if inapplicable)

SECOND. The period of its duration is (if perpetual, so state) perpetual

THIRD. The purpose or purposes for which the corporation is organized are:

1. The provision of durable medical equipment supplies and services to patients; and
2. To engage in any other lawful act or activity for which corporations may be organized under the Rhode Island Business Corporation Act.

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By

[Signature]

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FOURTH. The aggregate number of shares which the corporation shall have authority to issue is:

(a) *If only one class:* Total number of shares 8,000

(If the authorized shares are to consist of one class only, state the par value of such shares or a statement that all of such shares are to be without par value.)

.01 Par Value

or

(b) *If more than one class:* Total number of shares

(State (A) the number of shares of each class thereof that are to have a par value and the par value of each share of each such class, and/or (B) the number of such shares that are to be without par value, and (C) a statement of all or any of the designations and the powers, preferences and rights, including voting rights, and the qualifications, limitations or restrictions thereof, which are permitted by the provisions of title 7 of the General Laws in respect of any class or classes of stock of the corporation and the fixing of which by the articles of association is desired, and an express grant of such authority as it may then be desired to grant to the board of directors to fix by vote or votes any thereof that may be desired but which shall not be fixed by the articles.)

FIFTH. Provisions (if any) dealing with the preemptive right of shareholders pursuant to §7-1.1-24 of the General Laws, 1956, as amended:

The preemptive right set forth in Rhode Island General Laws Section 7-1.1-24, as amended, is expressly denied to the shareholders.

SIXTH. Provisions (if any) for the regulation of the internal affairs of the corporation:

1. Action by the shareholders pursuant to Rhode Island General Laws Section 7-1.1-30.3 is hereby authorized.
2. No shareholder of the Corporation shall be personally liable to the Corporation or its shareholders for monetary damages for breach of the shareholder's duty as a shareholder; provided that the foregoing shall not eliminate or limit the liability of a shareholder (i) for any breach of the shareholder's duty of loyalty to the Corporation or its shareholders; (ii) for acts or omissions not in good faith or which involve intentional misconduct or a knowing violation of law; (iii) imposed pursuant to the provisions of Rhode Island General Laws Section 7-1.1-43; or (iv) for any transaction from which the shareholder derived an improper personal benefit (unless said transaction is permitted by Rhode Island General Laws Section 7-1.1-37.1).

SEVENTH. The address of the initial registered office of the corporation is Cameron & Mittleman, 56 Exchange Terrace, Providence, RI 02903 (add Zip Code) and the name of its initial registered agent at such address is: Don E. Wineberg, Esq.

Don E. Wineberg
Signature of registered agent

EIGHTH. The number of directors constituting the initial board of directors of the corporation is three (3) and the names and addresses of the persons who are to serve as directors until the first annual meeting of shareholders or until their successors are elected and shall qualify are:

(If this is a close corporation pursuant to §7-1.1-51 of the General Laws, 1956, as amended, state the name(s) and address(es) of the officers of the corporation.)

Name	Address
Ralph L. Misto, Jr. - President	100 Kenyon Avenue, Wakefield, RI 02879
Lizbeth Edelman - Secretary	100 Kenyon Avenue, Wakefield, RI 02879
Philip E. Tracy - Treasurer	100 Kenyon Avenue, Wakefield, RI 02879

NINTH. The name and address of each incorporator is:

Name	Address
Ralph L. Misto, Jr.	100 Kenyon Avenue, Wakefield, RI 02879

TENTH. Date when corporate existence to begin (not more than 30 days after filing of these articles of incorporation):

(immediately upon filing)

Dated July 14, 19 94

Ralph L. Misto, Jr.
Signature of each incorporator
Lizbeth Edelman
Philip E. Tracy

STATE OF RHODE ISLAND

COUNTY OF

} In the City
Town

[REDACTED]

in said county this 14th day of July, A.D. 1994

then personally appeared before me Ralph L. Misto, Jr.

each and all known to me and known by me to be the parties executing the foregoing instrument, and they severally acknowledged said instrument by them subscribed to be their free act and deed.

[Signature]

Notary Public

my commission expires 10/14/95