

3/31/2021

P09000004491

Florida Department of State
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SECURITY TALLAHASSEE, FL

MERGER OR SHARE EXCHANGE
SPECIALTY PHARMACY NURSING NETWORK, INC

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**ARTICLES OF MERGER
OF**

SPNN BUYER, INC.
(a Florida corporation)

with and into

SPECIALTY PHARMACY NURSING NETWORK, INC.
(a Florida corporation)

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Pursuant to the provisions of Section 607.1105 of the Florida Business Corporation Act, SPNN BUYER, INC., a Florida corporation (the "Merging Company"), and SPECIALTY PHARMACY NURSING NETWORK, INC., a Florida corporation (the "Surviving Company"), adopt the following Articles of Merger for the purpose of merging the Merging Company into the Surviving Company (the "Merger").

**Article I
Merging Entity**

The name, jurisdiction of formation, entity type and document number of the merging entity that is not the surviving entity is as follows:

Name	Jurisdiction	Entity Type	FL Document Number
SPNN Buyer, Inc.	Florida	Corporation	P21000013171

**Article II
Surviving Entity**

The name, jurisdiction of formation, entity type and document number of the surviving entity is as follows:

Name	Jurisdiction	Entity Type	FL Document Number
Specialty Pharmacy Nursing Network, Inc.	Florida	Corporation	P09000004491

**Article III
Effective Time**

The effective time of the Merger is 12:01 a.m. on April 1, 2021.

Article IV
Amendments to Surviving Entity's Articles of Incorporation

The Surviving Company exists before the Merger and is a domestic corporation. The amendments to its Articles of Incorporation approved as part of the plan of merger for the Merger are attached.

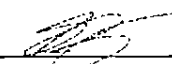
Article V
Statement of Approval

The plan of merger for the Merger was required to be approved by the shareholders of each of the Merging Company and Surviving Company, which are domestic corporations. The plan of merger for the Merger was duly approved by the shareholders of such domestic corporations and, if voting by any separate voting group was required, by each such separate voting group, in the manner required by the Florida Business Corporation Act and the articles of incorporation of such domestic corporations.

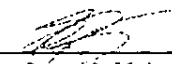
[Signature Page Follows]

IN WITNESS WHEREOF, these Articles of Merger have been executed in accordance with the requirements of the Florida Business Corporation Act by the parties as of the 31st day of March, 2021.

SPNN BUYER, INC.

By: 
Name: Scott J. Heberlein
Title: President

SPECIALTY PHARMACY NURSING NETWORK, INC.

By: 
Name: Scott J. Heberlein
Title: Vice President

**AMENDED AND RESTATED ARTICLES OF INCORPORATION
OF
SPECIALTY PHARMACY NURSING NETWORK, INC.**

Pursuant to the Florida Business Corporation Act, this Florida corporation adopts the following Amended and Restated Articles of Incorporation:

- A. The name of the corporation is Specialty Pharmacy Nursing Network, Inc.
- B. The Articles of Incorporation of the corporation were originally filed on January 15, 2009 and assigned Florida document number P09000004491.
- C. These Amended and Restated Articles of Incorporation were duly executed and are being filed in accordance with Sections 607.1006 and 607.1105(1)(c) of the Florida Business Corporation Act.
- D. These Amended and Restated Articles of Incorporation were duly adopted by the shareholders of the corporation. The number of votes cast for these Amended and Restated Articles of Incorporation by the shareholders of the corporation in the manner required by the Florida Business Corporation Act and by the Articles of Incorporation of the corporation was sufficient for approval.
- E. The corporation's Articles of Organization are amended and restated in their entirety and replaced with the following, effective upon the filing of the Articles of Merger to which these Amended and Restated Articles of Incorporation are attached:

ARTICLE I. NAME

The name of the corporation is: Specialty Pharmacy Nursing Network, Inc.

ARTICLE II. PRINCIPAL OFFICE AND MAILING ADDRESS

The current principal business office and mailing address of the corporation is 1626 Barber Road, Suite B, Sarasota, Florida 34240.

ARTICLE III. CAPITAL STOCK

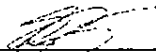
The number of shares of capital stock that the corporation is authorized to issue is 3,000 shares of common stock, \$0.001 per share.

ARTICLE IV. REGISTERED OFFICE AND AGENT

The current registered agent and street address of the registered office of the corporation is:

C T CORPORATION SYSTEM
C/O C T CORPORATION SYSTEM
1200 SOUTH PINE ISLAND ROAD
PLANTATION, FL 33324

EXECUTED: March 31, 2021



Scott Heberlein, Vice-President

REGISTERED AGENT CERTIFICATE

Having been named to accept service of process for the above stated corporation, I hereby accept appointment as its 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.

/s/ Amy Berteletti, Vice President
C T Corporation System