

**PO9000067392**

Florida Department of State  
 Division of Corporations  
 Public Access System

Electronic Filing Cover Sheet

**Note: Please print this page and use it as a cover sheet.** Type the fax audit number (shown below) on the top and bottom of all pages of the document.

(((H09000179533 3)))



H090001795333ABC4

**Note: DO NOT hit the REFRESH/RELOAD button on your browser from this page.** Doing so will generate another cover sheet.

To: Division of Corporations  
 Fax Number : (850)617-6381

From: Account Name : CORPDIRECT AGENTS, INC.  
 Account Number : 110450000714  
 Phone : (850)222-1173  
 Fax Number : (850)224-1640

RECEIVED  
 DEPARTMENT OF STATE  
 09 AUG 10 PM 4:39

000409.108800

**FLORIDA PROFIT/NON PROFIT CORPORATION**

**QUALIQUEST HEALTHCARE HOLDINGS, INC.**

Certificate of Status	0
Certified Copy	1
Page Count	04
Estimated Charge	\$78.75

SECRETARY OF STATE  
 TALLAHASSEE, FLORIDA  
 2009 AUG 10 A 10:00

**FILED**

Electronic Filing Menu

Corporate Filing Menu

AUG 11 2009  
**D. A. WHITE** Help

H09000179533 **FILED**

2009 AUG 10 A 10:00

SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

**ARTICLES OF INCORPORATION  
OF  
QUALIQUEST HEALTHCARE HOLDINGS, INC.**

**ARTICLE I**

The name of the corporation is QUALIQUEST HEALTHCARE HOLDINGS, INC. (hereinafter called the "Corporation").

**ARTICLE II**

The address of the principal office and mailing address of the Corporation is c/o Martin G. Burkett, Akerman Senterfitt, One S.E. Third Avenue, 25<sup>th</sup> Floor, Miami, Florida 33131.

**ARTICLE III**

The purpose for which the corporation is organized to transact any lawful business.

**ARTICLE IV**

This Corporation shall have the authority to issue Ten Thousand (10,000) shares of Common Stock having a par value of \$0.01 per share. Each issued and outstanding share of common stock shall be entitled to one vote on each matter submitted to a vote at a meeting of the shareholders.

**ARTICLE V**

The street address of the Corporation's initial registered office is 515 East Park Avenue, Tallahassee, FL 32301 and the name of its initial registered agent at such office is CorpDirect Agents, Inc.

**ARTICLE VI**

The name of the Incorporator is Daniel Schwartz, Esq. and the address of the Incorporator is One S.E. Third Avenue, 25<sup>th</sup> Floor, Miami, Florida 33131.

(M239459;1)

H09000179533 3

To: FL Dept. of State  
Subject: 000409.108800

From: Katie Wonsch

Monday, August 10, 2009 4:07 PM Page: 3 of 8

H09000179533 3

**ARTICLE VII**

**This Corporation shall indemnify and shall advance expenses on behalf of its officers and directors to the fullest extent not prohibited by law in existence either now or hereafter.**

**IN WITNESS WHEREOF, the undersigned, being the Incorporator named above, for the purpose of forming a corporation pursuant to the Florida Business Corporation Act of the State of Florida has signed these Articles of Incorporation this 10 day of August, 2009.**

  
\_\_\_\_\_  
Daniel Schwartz Esq., Incorporator

{M2839459;1}

H09000179533 3

To: FL Dept. of State  
Subject: 000409.108800

From: Katie Wonsch

Monday, August 10, 2009 4:07 PM Page: 4 of 8

H09000179533 3

**CERTIFICATE OF ACCEPTANCE BY  
REGISTERED AGENT**

Pursuant to the provisions of Section 607.0501 of the Florida Business Corporation Act, the undersigned submits the following statement in accepting the designation as registered agent and registered office of QUALIQUEST HEALTHCARE HOLDINGS, INC., a Florida corporation (the "Corporation"), in the Corporation's articles of incorporation:

Having been named as registered agent and to accept service of process for the Corporation at the registered office designated in the Corporation's articles of incorporation, the undersigned accepts the appointment as registered agent and agrees to act in this capacity. The undersigned further agrees to comply with the provisions of all statutes relating to the proper and complete performance of its duties, and the undersigned is familiar with and accepts the obligations of its position as registered agent.

**IN WITNESS WHEREOF**, the undersigned has executed this Certificate this 10<sup>th</sup> day of August, 2009.

CorpDirect Agents, Inc.  
Registered Agent

By: Katie Wonsch  
Name: Katie Wonsch  
Title: Assistant Secretary

**FILED**  
2009 AUG 10 A 10:00  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

{MC139459;1}

H09000179533 3