

480023

(Requestor's Name)

(Address)

(Address)

(City/State/Zip/Phone #)

PICK-UP     WAIT     MAIL

(Business Entity Name)

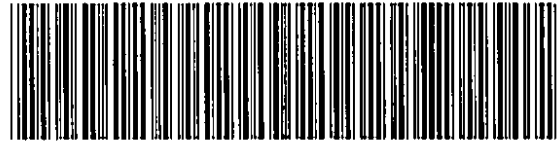
(Document Number)

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2018 AUG 24 PM 4: 04  
SECRETARY OF STATE  
TALLAHASSEE, FL

FILED

C. GOLDEN  
AUG 27 2018

**COVER LETTER**

TO: Amendment Section  
Division of Corporations

NAME OF CORPORATION: Medusind Inc.

DOCUMENT NUMBER: 480023

The enclosed *Articles of Amendment* and fee are submitted for filing.

Please return all correspondence concerning this matter to the following:

James Bagnell  
Name of Contact Person  
Medusind Inc  
Firm/ Company  
7083 Grand National Dr., Ste. 102  
Address  
Orlando, FL 32819  
City/ State and Zip Code

jbagnell@medusind.com  
E-mail address: (to be used for future annual report notification)

For further information concerning this matter, please call:

James Bagnell at ( 305 ) 7793400  
Name of Contact Person Area Code & Daytime Telephone Number

Enclosed is a check for the following amount made payable to the Florida Department of State:

- \$35 Filing Fee       \$43.75 Filing Fee & Certificate of Status       \$43.75 Filing Fee & Certified Copy (Additional copy is enclosed)       \$52.50 Filing Fee Certificate of Status Certified Copy (Additional Copy is enclosed) ✓

**Mailing Address**  
Amendment Section  
Division of Corporations  
P.O. Box 6327  
Tallahassee, FL 32314

**Street Address**  
Amendment Section  
Division of Corporations  
Clifton Building  
2661 Executive Center Circle  
Tallahassee, FL 32301



FLORIDA DEPARTMENT OF STATE  
Division of Corporations

June 28, 2018

JAMES BAGNELL  
7083 GRAND NATIONAL DRIVE  
SUITE 102  
ORLANDO, FL 32819

SUBJECT: MEDUSIND INC.  
Ref. Number: 480023

We have received your document and check(s) totaling \$52.50. However, the enclosed document has not been filed and is being returned to you for the following reason(s):

Bylaws are not filed with this office. Please retain them for your records.

Please return your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 245-6050.

Claretha Golden  
Regulatory Specialist II

Letter Number: 618A00013521

RECEIVED  
18 AUG 24 PM 1:52  
SECRETARY OF STATE  
TALLAHASSEE FL 32399

Articles of Amendment  
to  
Articles of Incorporation  
of

**FILED**

2018 AUG 24 PM 4: 04

Medusind Inc.

(Name of Corporation as currently filed with the Florida Dept. of State)

SECRETARY OF STATE  
TALLAHASSEE, FL

480023

(Document Number of Corporation (if known))

Pursuant to the provisions of section 607.1006, Florida Statutes, this *Florida Profit Corporation* adopts the following amendment(s) to its Articles of Incorporation:

**A. If amending name, enter the new name of the corporation:**

N/A

*The new name must be distinguishable and contain the word "corporation," "company," or "incorporated" or the abbreviation "Corp.," "Inc.," or "Co.," or the designation "Corp.," "Inc.," or "Co.". A professional corporation name must contain the word "chartered," "professional association," or the abbreviation "P.A."*

**B. Enter new principal office address, if applicable:**

(Principal office address MUST BE A STREET ADDRESS)

N/A

**C. Enter new mailing address, if applicable:**

(Mailing address MAY BE A POST OFFICE BOX)

N/A

**D. If amending the registered agent and/or registered office address in Florida, enter the name of the new registered agent and/or the new registered office address:**

Name of New Registered Agent N/A

(Florida street address)

New Registered Office Address: \_\_\_\_\_, Florida \_\_\_\_\_  
(City) (Zip Code)

**New Registered Agent's Signature, if changing Registered Agent:**

*I hereby accept the appointment as registered agent. I am familiar with and accept the obligations of the position.*

\_\_\_\_\_  
*Signature of New Registered Agent, if changing*

If amending the Officers and/or Directors, enter the title and name of each officer/director being removed and title, name, and address of each Officer and/or Director being added:

(Attach additional sheets, if necessary)

Please note the officer/director title by the first letter of the office title:

P = President; V= Vice President; T= Treasurer; S= Secretary; D= Director; TR= Trustee; C = Chairman or Clerk; CEO = Chief Executive Officer; CFO = Chief Financial Officer. If an officer/director holds more than one title, list the first letter of each office held. President, Treasurer, Director would be PTD.

Changes should be noted in the following manner. Currently John Doe is listed as the PST and Mike Jones is listed as the V. There is a change. Mike Jones leaves the corporation, Sally Smith is named the V and S. These should be noted as John Doe, PT as a Change, Mike Jones, V as Remove, and Sally Smith, SV as an Add.

Example:

Change                    PT     John Doe

Remove                    V     Mike Jones

Add                         SV     Sally Smith

<u>Type of Action</u> (Check One)	<u>Title</u>	<u>Name</u>	<u>Address</u>
1) <input type="checkbox"/> Change	_____	_____	_____
<input type="checkbox"/> Add			_____
<input type="checkbox"/> Remove			_____
2) <input type="checkbox"/> Change	_____	_____	_____
<input type="checkbox"/> Add			_____
<input type="checkbox"/> Remove			_____
3) <input type="checkbox"/> Change	_____	_____	_____
<input type="checkbox"/> Add			_____
<input type="checkbox"/> Remove			_____
4) <input type="checkbox"/> Change	_____	_____	_____
<input type="checkbox"/> Add			_____
<input type="checkbox"/> Remove			_____
5) <input type="checkbox"/> Change	_____	_____	_____
<input type="checkbox"/> Add			_____
<input type="checkbox"/> Remove			_____
6) <input type="checkbox"/> Change	_____	_____	_____
<input type="checkbox"/> Add			_____
<input type="checkbox"/> Remove			_____



UNANIMOUS WRITTEN CONSENT  
OF  
THE BOARD OF DIRECTORS  
OF  
MEDUSIND INC.

FEBRUARY 19, 2018

THE UNDERSIGNED, constituting all of the members of the board of directors (the "Board") of Medusind, Inc., a Florida corporation (the "Corporation"), acting by written consent without a meeting pursuant to Section 607.0821 of the Florida Business Corporation Act, hereby adopt the following resolutions and direct that this consent (this "Consent") be filed with the Corporation's minutes of the proceedings:

Approval of Amendment of Bylaws and Taking on record the Officers' list of the Corporation

**WHEREAS**, the Board deems it to be advisable and in the best interests of the Corporation and its sole shareholder to amend that certain clauses of the Bylaws of the Corporation, pursuant to the terms of the Bylaws and the Florida Business Corporation Act.

**NOW THEREFORE LET IT BE:**

**RESOLVED**, that Section 1.01 of the Bylaws of this corporation is hereby amended to delete such Section in its entirety and to replace such Section with the following:

*The annual meeting of the stockholders for the election of Directors and for the transaction of such other business as may properly come before such meeting shall be held as and when determined by the Board of Directors/Stockholders.*

**RESOLVED FURTHER**, that Section 2.02 of the Bylaws of this corporation is hereby amended to delete such Section in its entirety and to replace such Section with the following:

*The authorized number of Directors shall be atleast One and shall not exceed twelve as the stockholders may from time to time determine, or such number as the Board of Directors may determine by amendment to these By-Laws. Whenever elected, each Director (unless he shall sooner die, or resign in the manner provided in Section 2.07 hereof) shall hold office until the next annual meeting of stockholders and until his successor shall have been elected and shall qualify.*

**RESOLVED FURTHER**, that Section 2.05 of the Bylaws of this corporation is hereby amended to delete such Section in its entirety and to replace such Section with the following:

*Special meetings of the Board of Directors shall be held whenever called by the President, by any Vice President, the Secretary, or by any Director, at such time and place (which may be within or outside of the State of Florida) as may be specified in the respective notices or waivers of notice thereof. At least two days before the day on which a special meeting is to be held, notice of the meeting, stating the time and place thereof, shall be mailed to each Director, addressed to him at his residence or usual place of business, or at least 24 hours before such special meeting such notice shall be sent to him at such residence or usual place of business by telegram, radio or cable or delivered or orally communicated to him personally. Notice of any special meeting need not be given to any Director who shall attend such*

meeting in person, or to any Director who shall waive notice of such meeting, and any business may be transacted thereat. No notice need be given of any adjourned meeting.

**RESOLVED FURTHER**, that Section 3.01 of the Bylaws of this corporation is hereby amended to delete such Section in its entirety and to replace such Section with the following:

*The Board of Directors may, by resolution or resolutions, designate an Executive Committee, which shall consist of such number of Directors, as may be determined by the Board of Directors, from time to time by such resolution or resolutions.*

**RESOLVED FURTHER**, that the Corporation hereby takes on record the Directors' and Officers' list of the Corporation as on the date of this resolution as below:

Medusind, Inc.	
Name	Designation
Rajiv Sahney	Director
Vipul Bansal	Group CEO & Director, President
Yalonda Ferris	Secretary
Rohit Marwah	Sr. Vice President- Client Services

**General Authorization**

**RESOLVED**, that the officers of this corporation are, and each acting alone is, hereby authorized to do and perform any and all such acts, including execution of any and all documents and certificates, as such officers shall deem necessary or advisable, to carry out the purposes and intent of the foregoing resolutions.

**RESOLVED FURTHER**, that any actions taken by such officers prior to the date of the foregoing resolutions adopted hereby that are within the authority conferred thereby are hereby ratified, confirmed and approved as the acts and deed of this corporation; and

**RESOLVED**, that facsimile or electronic signature shall constitute an original signature for all purposes of this Consent and these resolutions.

*{Signatures on the following page}*

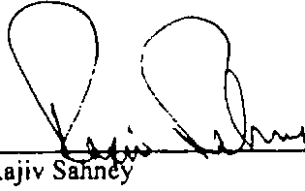


IN WITNESS WHEREOF, the undersigned has executed this Consent as of the date first set forth above.

**BOARD OF DIRECTORS**



Vipul Bansal



Rajiv Sahney

The date of each amendment(s) adoption: February 19, 2018, if other than the date this document was signed.

Effective date if applicable: February 19, 2018  
(no more than 90 days after amendment file date)

Note: If the date inserted in this block does not meet the applicable statutory filing requirements, this date will not be listed as the document's effective date on the Department of State's records.

Adoption of Amendment(s) **(CHECK ONE)**

- The amendment(s) was/were adopted by the shareholders. The number of votes cast for the amendment(s) by the shareholders was/were sufficient for approval.
- The amendment(s) was/were approved by the shareholders through voting groups. *The following statement must be separately provided for each voting group entitled to vote separately on the amendment(s):*  
"The number of votes cast for the amendment(s) was/were sufficient for approval  
by \_\_\_\_\_"  
(voting group)
- The amendment(s) was/were adopted by the board of directors without shareholder action and shareholder action was not required.
- The amendment(s) was/were adopted by the incorporators without shareholder action and shareholder action was not required.

Dated June 6, 2018

Signature Vipul Bansal  
(By a director, president or other officer – if directors or officers have not been selected, by an incorporator – if in the hands of a receiver, trustee, or other court appointed fiduciary by that fiduciary)

Vipul Bansal  
(Typed or printed name of person signing)  
Group CEO & Director, President  
(Title of person signing)