

480023

(Requestor's Name)

(Address)

(Address)

(City/State/Zip/Phone #)

☐

PICK-UP

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WAIT

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MAIL

(Business Entity Name)

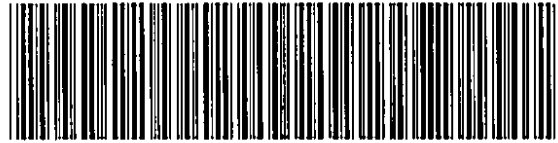
(Document Number)

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2018 AUG 24 PM 4:04

SECRETARY OF STATE
TALLAHASSEE, FL

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:

- | | | | |
|--|--|---|---|
| <input type="checkbox"/> \$35 Filing Fee | <input type="checkbox"/> \$43.75 Filing Fee &
Certificate of Status | <input type="checkbox"/> \$43.75 Filing Fee &
Certified Copy
(Additional copy is
enclosed) | <input checked="" type="checkbox"/> \$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 32314

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)

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

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.

<u>X</u> Change	<u>PT</u>	<u>John Doe</u>
<u>X</u> Remove	<u>V</u>	<u>Mike Jones</u>
<u>X</u> Add	<u>SV</u>	<u>Sally Smith</u>

<u>Type of Action</u> (Check One)	<u>Title</u>	<u>Name</u>	<u>Address</u>
--------------------------------------	--------------	-------------	----------------

1) Change _____

Add _____

Remove _____

2) Change _____

Add _____

Remove _____

3) _____ Change _____
 _____ Add _____
 _____ Remove _____

4) _____ Change _____
 _____ Add _____
 _____ Remove _____

5) _____ Change _____
 _____ Add _____
 _____ Remove _____

6) _____ Change _____
 _____ Add _____
 _____ Remove _____

E. If amending or adding additional Articles, enter change(s) here:

(Attach additional sheets, if necessary). (Be specific)

Sections 1.01, 2.02, 2.05 and 3.01 amended as per the attached Unanimous Written Consent of the Board of Directors of Medusind Inc. and the new adopted BYLAWS of Medusind Inc.

F. If an amendment provides for an exchange, reclassification, or cancellation of issued shares, provisions for implementing the amendment if not contained in the amendment itself:

(if not applicable, indicate N/A)

N/A

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.

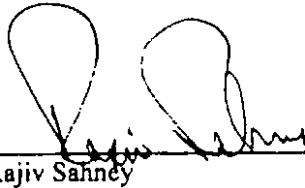
[Signatures on the following page]

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

BOARD OF DIRECTORS

A handwritten signature in cursive script, appearing to read "Vipul Bansal", written over a horizontal line.

Vipul Bansal

A handwritten signature in cursive script, appearing to read "Rajiv Sahney", written over a horizontal line.

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)