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ACCOUNT NO. : 072100000032

REFERENCE: 150145

10040A

AUTHORIZATION :

COST LIMIT :

ORDER DATE: January 18, 2005

ORDER TIME : 10:42 AM

ORDER NO. : 150145-005

CUSTOMER NO: 10040A

CUSTOMER: Ms. Kathy Sapienza

Stephen P. Sapienza, Esq

P.o. Box 635

Bunnell, FL 32110

# DOMESTIC FILING

NAME:

MEDCOM MEDICAL COMMUNICATIONS

LLC

#### EFFECTIVE DATE:

	ARTICLES OF INCORPORATION CERTIFICATE OF LIMITED PARTNERSHIP ARTICLES OF ORGANIZATION	
PLEASE	RETURN THE FOLLOWING AS PROOF OF FILING:	
xx	CERTIFIED COPY PLAIN STAMPED COPY CERTIFICATE OF GOOD STANDING	
CONTACI	PERSON: Darlene Ward - EXT. 2935	

EXAMINER'S INITIALS:

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## ARTICLES OF ORGANIZATION

OF

## MedCom Medical Communications, LLC

The undersigned, under the provisions of Chapter 608 of the Florida Statutes (the "Act"), for the purpose of forming a limited liability company under the laws of the State of Florida, do set forth the following:

#### 1. Name.

The name of the limited liability company is MedCom Medical Communications, LLC (hereinafter referred to as the "Company").

#### Period of Duration.

Unless earlier terminated under the Act or the Operating Agreement, the period of duration of the Company shall be perpetual.

#### 3. Purpose.

The purpose for which the Company is organized is to engage in the creation and manufacturing of software for medical application and any and all other business and activities permitted by the Act and any other applicable laws of the State of Florida. The Company shall have all of the powers vested in a limited liability company organized and existing by virtue of such laws.

# 4. Address Of Place Of Business.

The mailing address for the Company is P.O. Box 139, Long Valley, N.J. 07853, and the street address of the place of business for the Company is 50 Southlake Drive, Palm Coast, Florida 32137. These addresses may be changed from time to time as provided in the Operating Agreement.

## 5. Registered Agent.

The initial registered agent in Florida for the Company is MICHAEL GUERRIERE, and the initial registered office is located at 50 Southlake Drive, Palm Coast, Fl. 32137

# 6. Capital Contributions.

Contributions to the capital of the Company shall be made by the members, in the manner prescribed by the written Operating Agreement made and entered into by the members and which may be amended from time to time in accordance with its terms.

#### Members.

The Company shall have at least one member and may admit additional members on the prior unanimous written agreement of the then-existing members, or as otherwise provided in the Operating Agreement.

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The initial members are:

MICHAEL GUERRIERE

MARGARET GUERRIERE

50 Southiake Drive, Palm Coast, Fl. 32

P.O. Box 139, Long Valley, NJ 07853

### 8. Continuity of Business.

On the death, retirement, resignation, expulsion, bankruptcy, or dissolution of a member, or on the occurrence of any other event that terminates the continued membership of a member in the Company, or upon any other event that, under the Act, would result in dissolution of the Company, the business of the Company may be continued and the Company will not be dissolved without the prior written consent of all the remaining members of the Company.

#### 9. Management

This Company will be managed by one or more managers appointed by the members in accordance with the terms of the Operating Agreement. As such, the Company will be manager-managed. The managers will be designated as the president, secretary, and treasurer of the Company, and may also be designated as vice presidents, assistant secretaries, and assistant treasurers and shall have the authority normally associated with these positions under corporate law. The Company may also designate persons as directors under the Operating Agreement who shall act in a manner similar to the directors of a corporation. The members, at a meeting of the members held not less than annually, shall designate the managers, who may also be members, and the positions that these managers will hold. The initial managers, who shall serve until the first annual meeting of the members or until their successors are elected and qualify, and their designations shall be as follows:

Name:

Position:

MICHAEL GUERRIERE

President, Secretary, & Treasurer

## 10. Indemnification.

Except as expressly provided in the Operating Agreement, the Company shall indemnify any member, manager, or former member or manager to the full extent permitted under the Act.

Executed at Long Valley, New Jersey on this 20 day of January, 2005.

MedCom Medical Communications, LLC, a Florida limited liability company

Bv:

MICHAEL GUERRIERE Member/Manager

THE UPS STORE #4525

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STATE OF NEW JERSEY COUNTY OF Aunterdon

The foregoing instrument was acknowledged before me on January 2015, by MICHAEL GUERRIERE as Member/Manager of MedCom Medical Communications, LLC, who produced A VAILID NEW JERSEY DRIVER'S LICENSE as identification.

Elizabeth M.S.

(name, typed or printed).... Elizabath m. Schwartz

(Seal)

SLIZABETH M. SCHWARTZ MOTARY PUBLIC OF NEW JERSEY COMMISSION EXPLICATE 2/5/2009

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## STATEMENT OF REGISTERED AGENT

Having been named as registered agent and to accept service of process for the above stated limited liability company at the place designated in this certificate, I hereby accept the appointment as registered 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 affirm that I am familiar with and accept the obligations of my position as registered agent as provided for in Chapter 608, Florida Statutes.

MICHAEL GUERRIERE

Registered Agent

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