

Terri Cmorey  
430 Jefferson Drive Unit 206  
Deerfield Beach, Florida. 33442

January 19, 2000

FILED

2000 JAN 24 PM 12:17

SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

Division of Corporations  
PO Box 327  
Tallahassee, FL 32304

PO000000009670

Re: Micro Health Systems Inc.

000009108420--5  
-01/24/00--01111--002  
\*\*\*\*\*78.75 \*\*\*\*\*78.75

Dear Sirs:

Enclosed please find an original and one copy of the Articles of Incorporation for the above captioned corporation. Also enclosed is a check for \$78.75, broken down as follows:

Filing Fee	\$ 35.00
Certified Copy	8.75
Registered agent designation	35.00
<b>TOTAL</b>	<b>\$ 78.75</b>

Please incorporate and return a certified copy of the Articles to me.

Sincerely,

Terri Cmorey

A. Howell JAN 20 2000

**ARTICLES OF INCORPORATION  
OF  
MICRO HEALTH SYSTEMS**

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SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

The undersigned, for the purposes of forming a corporation under the Florida General Corporation Act, do hereby adopt the following Articles of Incorporation:

**ARTICLE I**

Name of Corporation

The name of the corporation is as follows:

**Micro Health Systems Inc.**

**ARTICLE II**

Duration

The duration of the corporation is perpetual.

**ARTICLE III**

General Purpose

The general purposes for which the organization is organized are:

1. To engage in any activity or business permitted under the laws of the State of Florida.
2. To do such other things as are incidental to the foregoing or necessary or desireable in order to accomplish the foregoing.
3. To have a corporate seal, which may be altered at pleasure and to use the same by causing it, or a facsimile thereof, to be impressed, affixed, or in any other manner reproduced.
4. To purchase, take, receive, lease, or otherwise acquire, own, hold, improve, use, and otherwise deal in and with real or personal property or any interest therein, wherever situated.
5. To sell, convey, mortgage, pledge, create a security interest in, lease, exchange, transfer, and otherwise dispose of all or any part of its property and assets.
6. To lend money to, and use its credit to assist, its officers and employees in accordance with Section 607.141.
7. To purchase, take, receive, subscribe for, or otherwise acquire, own, hold, vote, use, employ, sell, mortgage, lend, pledge, or otherwise dispose of, and otherwise use and deal in and with, shares or other interests in, or obligations of, other domestic or foreign corporations, associations, partnerships, or individuals, or direct or indirect obligations of the United States or of any other government, state, territory, governmental district, or municipality or of any instrumentality thereof.

8. To make contracts and guarantees and incur liabilities, borrow money at such rates of interest as the corporation may determine, issue its notes, bonds, and other obligations, and secure any of its obligations by mortgage or pledge of all or any of its property, franchises, and income.

9. To lend money for its corporate purposes, invest and reinvest its funds, and take and hold real and personal property as security for the payment of funds so loaned or invested.

10. To conduct its business, carry on its operations, and have offices and exercise the powers granted by this act within or without this state.

11. To elect or appoint officers and agents of the corporation and define their duties and fix their compensation.

12. To make and alter by-laws, not inconsistent with its articles of incorporation or with the laws of this state, for the administration and regulation of the affairs of the corporation.

13. To make donations for the public welfare or for charitable, scientific, or educational purposes.

14. To transact any lawful business which the Board of Directors shall find will be in aid of governmental policy.

15. To pay pensions and establish pension plans, profit sharing plans, stock bonus plans, stock option plans, and other incentive plans for any or all of its directors, officers, and employees of its subsidiaries.

16. To be a promoter, incorporator, general partner, limited partner, member, associate, or manager of any corporation, partnership, limited partnership, joint venture, trust, or other enterprise.

#### **ARTICLE IV**

##### **Capital Stock**

The aggregate number of shares which the corporation shall have authority to issue is 100 shares of common stock at \$1.00 par value.

#### **ARTICLE V**

##### **Address**

The street address of the initial principal office of the corporation is 430 Jefferson Drive Unit 206, Deerfield Beach, Florida 33442 and the name of its initial registered agent at such address is Terri Ann Cmorey, 430 Jefferson Drive Unit 206, Deerfield Beach, Florida. 33442

#### **ARTICLE VI**

##### **Directors**

The number of directors constituting the initial Board of Directors of the corporation is one (2). The name and addresses of each person who is to serve as a member of the initial Board of Directors until the first annual meeting of shareholders or until their successors are elected and shall qualify is:

**NAME:**

**OFFICE:**

**ADDRESS:**

Terri Cmorey

PresidentSecretary

430 Jefferson Drive, Unit 206  
Deerfield Beach, Florida 33442

Robert Barnes

Vice President

430 Jefferson Drive, Unit 206  
Deerfield Beach, Florida 33442

#### **ARTICLE VII**

Incorporator


The name and address of the incorporator is Terri Cmorey, 430 Jefferson Drive Unit 206, Deerfield Beach, Florida 33442

#### **ARTICLE VIII**

Indemnification of Officers and Directors

This corporation shall indemnify its officers and directors to the fullest extent permitted by law either now or hereafter.

19 IN WITNESS WHEREOF, the undersigned has executed these Articles of Incorporation this day of January, 2000.

  
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Terri Cmorey

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OFFICIAL NOTARY SEAL  
STEVEN JAY ROSENTHAL  
NOTARY PUBLIC STATE OF FLORIDA  
COMMISSION NO. CC552852  
MY COMMISSION EXP. MAY 13, 2000

**SERVICE OF PROCESS WITHIN THIS STATE, NAMING AGENT  
UPON WHOM PROCESS MAY BE SERVED.**

In pursuance of Chapter 48.091, Florida Statutes, the following is submitted in compliance with said Act:

That Micro Health Systems desiring to organize under the laws of the State of Florida with its principal office as indicated in the Articles of Incorporation at: 430 Jefferson Drive Unit 206, Deerfield Beach, Florida 33442 has named Terri Cmorey as its agent to accept service of process within this state.

**ACKNOWLEDGMENT**

Having been named to accept service of process for the above stated corporation, at the place designated in this certificate, I hereby accept to act in this capacity and agree to comply with the provision of said Act relative to keeping open said office.

By: 

Terri Cmorey

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SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

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