

12863 Hobe Hills Drive, Hobe Sound, FL 33455

March 21, 2000

200003183302--1 -03/24/00--01079--016 \*\*\*\*\*78.75 \*\*\*\*\*78.75

Florida Department of State Division of Corporations 409 E. Gaines Street Tallahassee, Florida 32399

Re: Designated Infection Control specialists, Inc.

Dear Sir:

Enclosed please find an original and one copy of the Articles of Incorporation with reference to the above-captioned matter.

Also enclosed please find our check in the amount of \$78.75.

Kindly file same and return the copy to me marked "filed." Thank you for your cooperation and assistance.

Very truly yours,

Debra L. Fogarty, Secretary

/dlf

Enclosures

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# ARTICLES OF INCORPORATION

OF

# DESIGNATED INFECTION CONTROL SPECIALISTS, INC.,

A Florida Corporation

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

The name of the corporation shall be DESIGNATED INFECTION CONTROL SPECIALISTS, INC.

# ARTICLE II

The duration of the corporation is perpetual.

## ARTICLE III

The general purpose for which the corporation is organized is:

- 1. To provide infection control for medical personnel.
- 2. To transact any other lawful business for which corporations may be incorporated under the Florida Corporation Act.
- 3. To do such other things as are incidental to the foregoing, or necessary or desirable, in order to accomplish the foregoing, including borrowing or raising money for any purpose of the corporation, securing the same, mortgaging all or any part of the corporate property, and to create, issue, draw and accept and negotiate bonds and mortgages, bills of exchange, promissory notes or other obligations or negotiable instruments.

#### ARTICLE IV

The aggregate number of shares which the corporation is authorized to issue is one hundred (100). Such shares shall be of a single class, and shall have a par value of one United State's Dollar (\$1.00)



# ARTICLE V

The name of the initial resident office and initial registered agent is **Albert Howe** 15639 70 Trail North, Palm Beach Gardens, Fl 33418.

## ARTICLE VI

The number of directors constituting the initial Board of Directors of the corporation is one.

The name and addresses of each person who is to serve as a member of the initial Board of Directors is:

ALBERT HOWE, 15639 70<sup>th</sup> Trail North, Palm Beach Gardens, Fl 33418.

#### ARTICLE VII

The corporation is authorized to issue only one class of stock, and all issued stock shall be held of record and by not more than ten (10) persons. Stock will be issued and transferred only to: 1) natural persons; 2) estates; or 3) a trust described in 26 U.S.C.S. Section 1371, defining a qualified "small business corporation." In addition, no stock shall be issued or transferred to a non-resident alien.

#### ARTICLE VIII

It is the intention of the incorporators of this corporation that the first Board of Directors adopt a plan under section 1244 of the internal Revenue Code, allowing a limited ordinary loss to individuals for loss on stock of a "small business corporation" which qualifies under the Code

#### ARTICLE IX

No stockholder shall have the right to sell, assign, pledge, encumber, transfer or otherwise dispose of any shares of the corporation without first offering such shares for the sale to the corporation at the net asset value thereof. If the corporation fails or refuses to make satisfactory arrangements for the purchase of such shares within ninety (90) days from the written notice thereof, the

stockholder shall have the right to dispose of the shares as he may see fit.

## ARTICLE X

The name and address of each incorporator is:

ALBERT HOWE, 15639 70<sup>TH</sup> Trail North, Palm Beach
Gardens, FL 33418.

Executed by the undersigned at Palm Beach Gardens, Palm Beach County, Florida on this 24 day of 3a, 2000.

ALBERT L. HOWE

# STATE OF FLORIDA} COUNTY OF PALM BEACH}

I hereby certify that on this day, before me, a Notary Public, duly authorized to administer oaths and take acknowledgments, personally appeared Albert L. Howe, who is known personally to me, or who produced identification, described as \_\_\_\_\_\_\_, and who executed the foregoing Articles of Incorporation as subscriber and acknowledged before me that he subscribed to those Articles of Corporation.

WITNESS my hand and Seal in the County of Palm Beach and in the State of Florida this 24 day of 30, 2000.

Allison O'Brien

Print name:

NOTRAY PUBLIC, FLORIDA

Serial Number:

My Commission Expires:

OFFICIAL NOTARY SEAL
ALLISON O'BRIEN
NOTARY PUBLIC STATE OF FLORIDA
COMMISSION NO. CC815325
MY COMMISSION EXP. MAR. 13, 2003

# CERTIFICATE DESIGNATING PLACE OF BUSINESS OR DOMICILE FOR SERVICE OF PROCESS WITHIN THE STATE OF FLORIDA AND NAMING THE RESIDENT AGENT UPON WHICH PROCESS MAY BE SERVED

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

That **DESIGNATED INFECTION CONTROL SPECIALISTS, INC.** desiring to organize under the laws of the state of Florida, with its principal place office as indicated in the Articles of Incorporation at:

15639 70<sup>th</sup> Trail North, Palm Beach Gardens, FL 33418 has named:

#### ALBERT L. HOWE

15639 70<sup>TH</sup> TRAIL North, Beach Gardens, FL 33418

As its registered agent to accept service of process with in the State of Florida.

#### 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 provisions of said Act relative to keeping open said office.

ALBERT L. Howe

15639 70<sup>th</sup> Trail North Palm Beach Gardens, FL 33418

FILED
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FILED
SECRETARY OF STATE
TALLAHASSEE, FLORIDA