

P0000052259

Requester's Name

Total Med Network Inc.
421 W. Church St. Ste 702
Jacksonville, FL 32202 #

FILED
00 MAY 22 PM 1:49
STATE OF FLORIDA
TALLAHASSEE

Office Use Only

CORPORATION NAME(S) & DOCUMENT NUMBER(S), (if known):

1. _____
(Corporation Name) (Document #)

2. _____
(Corporation Name) (Document #)

3. _____
(Corporation Name) (Document #)

4. _____
(Corporation Name) (Document #)

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- ☐ Walk in ☐ Pick up time _____ ☐ Certified Copy
☐ Mail out ☐ Will wait ☐ Photocopy ☐ Certificate of Status

NEW FILINGS

- ☐ Profit
☐ Not for Profit
☐ Limited Liability
☐ Domestication
☐ Other

AMENDMENTS

- ☐ Amendment
☐ Resignation of R.A., Officer/Director
☐ Change of Registered Agent
☐ Dissolution/Withdrawal
☐ Merger

OTHER FILINGS

- ☐ Annual Report
☐ Fictitious Name

REGISTRATION/QUALIFICATION

- ☐ Foreign
☐ Limited Partnership
☐ Reinstatement
☐ Trademark
☐ Other

S. Thompson MAY 30 2000

Examiner's Initials

**ARTICLES OF INCORPORATION
OF
TOTAL MED NETWORK INC.**

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CLERK OF COURT
JACKSONVILLE FLORIDA

ARTICLE I – NAME

The name of this corporation is Total Med Network Inc.

ARTICLE II – ADDRESS

The mailing address of the corporation will be:

Total Med Network Inc.
421 W. Church Street, Suite 702
Jacksonville, FL 32202

ARTICLE III – PURPOSE

This corporation is organized for the following purposes:

- (a) To operate and provide Online Services
- (b) The ownership, purchase, sale, mortgage or pledge, and the dealing in and with all kinds and manner of property, wether, real, personal, tangible or intangible
- (c) The transaction of any and all other lawful business for which corporations may be incorporated and the doing of all lawful things related thereto.

ARTICLE IV – CAPITAL STOCK

This corporation is authorized to issue 4,000,000 shares of \$.01 par value common stock. Each outstanding share, regardless of class shall be entitled to one (1) vote on each matter submitted to a vote at a meeting of the shareholders. The shares of stock may be issued for such consideration, having a value not less than the par value of the shares issued therefore, as is determined from time to time by the board of directors, to be paid, in whole or in part, in cash or other property, tangible or intangible, or in labor or services actually performed for the corporation.

ARTICLE V – INITIAL REGISTERED AGENT AND OFFICE

The name of the initial registered agent and street address of the initial registered office of this corporation is:

William E. Shields
421 W. Church Street, Suite 702
Jacksonville, FL 32202

ARTICLE VI – INITIAL BOARD OF DIRECTORS

This corporation shall have six (6) directors initially. The number of directors may either be increased or diminished from time to time by-law but shall never be less than one (1). All corporate powers shall be exercised by and under the authority of, and the business and affairs of the corporation shall be managed under the direction of, the board of directors. Any and all of the powers and duties conferred to or imposed upon the board of directors, by resolution of the shareholders adopted at a special meeting called for that purpose, may be exercised or performed to such extent and by such person or persons as shall be provided by the shareholders.

The names and addresses of the initial directors are:

William E. Shields
11684 Olde Mandarin Rd.
Jacksonville, FL 32223

David Shields
11684 Olde Mandarin Rd.
Jacksonville, FL 32223

Wayne Stephens
141 Roscoe Blvd. North
Ponte Vedra Beach, FL 32082

Paul Courtney
137 Roscoe Blvd. North
Ponte Vedra Beach, FL 32082

William Pezzutti
12966 Silver Oak Drive
Jacksonville, FL 32223

Alexandra R. Seay
5 Sea Lane South
St. Petersburg, FL 33705

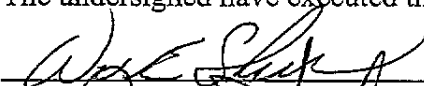
ARTICLE VII – INCORPORATOR

The names and addresses of the incorporation signing these articles are

William E. Shields
11684 Olde Mandarin Rd.
Jacksonville, FL 32223

David Shields
11684 Olde Mandarin Rd.
Jacksonville, FL 32223

The undersigned have executed these Articles of Incorporation this 17th day of May, 2000.



William E. Shields, President



David Shields, Secretary

**CERTIFICATE OF DESIGNATION OF REGISTERED
AGENT/REGISTERED OFFICE**

PURSUANT TO THE PROVISIONS OF SECTION 607.0501 FLORIDA STATUTES, THE UNDERSIGNED CORPORATION ORGANIZED UNDER THE LAW OF THE STATE OF FLORIDA SUBMITS THE FOLLOWING STATEMENT IN DESIGNATING THE REGISTERED OFFICE/ REGISTERED AGENT, IN THE STATE OF FLORIDA

1. The name of the Corporation is: Total Med Network Inc.
2. The name and address of the registered agent and office is:

William E. Shields
421 W. Church Street, Suite 702
Jacksonville, FL 32202

Having been named as registered agent and to accept service of process for the above stated corporation at the place designated in this certificate, I hereby accept the appointment as registered agent and agree to act at this capacity. I further agree to comply with the provisions of all statues relating to the proper and complete performance of my duties and I am familiar with and accept the obligation of my position as registered agent.


(Signature)

May 18, 2000
(Date)

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