

**KARIN S. GERARDIN**

**033 NE 110TH ST. #715**

**N. Miami bch. FL 33162**

**053-0014**

VALIDATION ONLY

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-07/25/00--01028--011  
\*\*\*\*\*78.75 \*\*\*\*\*78.75

**CORPORATION(S) NAME**

**RXN Health Services, Inc.**

00 JUL 25 PM 12:44  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

00 JUL 25 AM 9:29  
DIVISION OF CORPORATIONS  
TALLAHASSEE, FLORIDA



Empire Toll Free: 1-800-432-3028

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| <input checked="" type="checkbox"/> Profit         | <input type="checkbox"/> Amendment       | <input type="checkbox"/> Merger                     |
| <input type="checkbox"/> NonProfit                 | <input type="checkbox"/> Dissolution     | <input type="checkbox"/> Mark                       |
| <input type="checkbox"/> Foreign                   | <input type="checkbox"/> Annual Report   | <input type="checkbox"/> Other                      |
| <input type="checkbox"/> Limited Partnership       | <input type="checkbox"/> Reservation     | <input type="checkbox"/> Change of Registered Agent |
| <input type="checkbox"/> Reinstatement             | <input type="checkbox"/> Photo Copies    | <input type="checkbox"/> Certificate Under Seal     |
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**7/25**

**certified copy**

ARTICLE OF INCORPORATION

OF

FILED  
00 JUL 25 PM 12:44  
SECRETARY OF STATE  
TALLAHASSEE FLORIDA

The undersigned subscribers to these Articles of Incorporation, each a natural person competent to contract, hereby associate themselves together to form a corporation under the Laws of the State of Florida.

ARTICLE I.

NAME

The name of this corporation is:

RXN HEALTH SERVICES, INC.

ARTICLE II.

NATURE AND POWERS OF BUSINESS

The general nature and powers of the business to be transacted by this corporation are:

To establish, operate, conduct, engage in and carry on the general business of a

To make and enter into all contracts necessary and proper for the conduct of the business of this corporation.

To buy, hold, mortgage, sell, convey, lease or otherwise dispose of real and personal property, and to buy, hold, mortgage, sell convey, or otherwise dispose of franchises in the State of Florida and in any of the several states, territories, possessions and dependencies of the United States, the District of Columbia, and in foreign countries.

To purchase the corporate assets of any other corporation or the assets of any other business, and engage in the same character of enterprises.

To acquire, enjoy, utilize and dispose of any patents, copyrights, and trade marks and any licenses or other such rights or interests.

To guarantee, endorse, purchase, hold, sell, transfer, mortgage, pledge or otherwise dispose of the shares of the capital stock of, or any bonds, securities or other evidences of indebtedness created by any other corporation of the State of Florida or any other state or government; while owner of such stock to exercise all the rights, powers and privileges of ownership, including the right to vote such stock.

To contract debts and borrow money upon such terms as the Board of Directors may deem necessary or expedient and shall authorize or agree upon, issue and sell or pledge bonds, debentures, notes and other evidences of indebtedness, whether secured or unsecured, and execute such mortgages, or other instruments upon or encumbering its property or credit to secure the payment of money borrowed or owing by it, as occasion may require and the Board of Directors deem expedient.

The foregoing statements regarding the nature and powers of the business to be transacted by this corporation shall not be deemed to be exclusive; but this corporation (a) may manufacture, purchase, or otherwise acquire, and may own, mortgage, pledge, lease, sell, assign, transfer, or otherwise dispose of, and may invest in, trade in, deal in and with goods, wares, merchandise, real and personal property, and services, of every class, kind and description, except that it may

The amount of capital with which this corporation will begin business is Five Hundred (\$500.00) Dollars.

ARTICLE V.

TERM OF EXISTENCE

This corporation is to exist perpetually.

ARTICLE VI.

ADDRESS

The initial post office address of the principal office of this corporation in the State of Florida, is 1451 NW 41ST AVE, BLDG 5, #405 LAUDERDALE LAKES, FL 33313 The Board of Directors may from time to time move the principal office to any other address in Florida.

ARTICLE VII.

DIRECTORS

This corporation shall have three (3) Directors, initially. The number of directors may be increased or diminished from time to time, by by-laws adopted by the stockholders, but shall never be less than three (3).

ARTICLE VIII.

INITIAL DIRECTORS

The names and post office addresses of the members of the first Board of Directors are:  
RAYMOND H. RAMSAY, 1451 NW 41st Ave, Bldg 5, #405, Lauderdale Lakes, FL 33313  
MERNA V. RAMSAY, 1451 NW 41st Ave, Bldg 5, #405, Lauderdale Lakes, FL 33313  
CHARLES L. RUSSELL, 2233 SW 173rd Ave, Miramar, FL 33029

ARTICLE IX.

SUBSCRIBERS

not conduct a banking, safe deposit, trust, indurance, surety, express, railroad, canal, telegraph, telephone or cemetery company, a building and loan association, mutual fire insurance association, cooperative association, fraternal benefit society, state fair or exposition, and (b) shall have all the powers of corporations set forth in Chapter 608, Florida Statutes 1963, and the powers to do all and everything necessary and proper for the accomplishment of the objects enumerated in these Articles of Incorporation or necessary or incidental to the benefit and protection of the corporation, and to carry on any lawful business necessary or incidental to the attainment of the objects of this corporation whether or not such business is similar in nature to the objects anumerated in these Articles of Incorporation.

#### ARTICLE III.

##### CAPITAL STOCK

The maximum number of shares of stock that this corporation is authorized to have outstanding at any one time is 7,000 ( ) shares of common stock, having a nominal or par value of \$1.00 ( ) per share.

The stockholders of this corporation may, be unanimous agreement in writing between themselves, or by-laws of this corporation duly adopted by unanimous vote of the stockholders, or both, place any restrictions, limitations or regulations upon the sale, assignment, transfer or any other disposition of the stock or any rights thereto.

#### ARTICLE IV.

##### INITIAL CAPITAL

ARTICLE IX - INCORPORATOR

The name and address(es) of the person (s) signing these articles is (are):

Raymond H. Ramsay

1451 NW 41st Ave, Bldg 5, #405

Lauderdale Lakes, FL 33313

IN WITNESS WHEREOF, the undersigned subscriber (s) has (have) executed these articles of incorporation this 12th day of July, ~~19~~ 2000.

STATE OF FLORIDA )  
COUNTY OF DADE ) SS

Before me, a notary public authorized to take acknowledgments in the state and county set forth above, personally appeared

RAYMOND H RAMSAY

known to me and known by me to be the person (s) who executed the foregoing articles of incorporation, and he (they) acknowledged before me that he (they) executed those articles of incorporation,

IN WITNESS WHEREOF, I have hereunto set my hand and affixed my official seal, in the state and county aforesaid, this 12th day of July, ~~19~~ 2000

S. B. Afflick  
NOTARY PUBLIC, State of Florida  
at Large.

My commission expires: 01/04/03



S. B. Afflick  
Commission # CC 792731  
Expires JAN. 4, 2003  
BONDED THRU  
ATLANTIC BONDING CO., INC.

CERTIFICATE DESIGNATING PLACE OF BUSINESS OR DOMICILE FOR THE 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:

First - That RXN Health Services, INC  
desiring to organize under the laws of the State of Florida  
with its principal office, as indicated in the articles of incorporation at City  
of Lauderdale Lakes County of Broward, State  
of Florida has named Raymond H. Ramsay  
located at: 1451 NW 41st Ave, Bldg 5, #405, Lauderdale Lakes, FL 33313  
( Street address and number of building, Post Office Box  
address not acceptable )  
City of Lauderdale Lakes, County of Broward State of FL  
Florida, as its agent to accept service of process within this  
state.

ACKNOWLEDGEMENT: ( MUST BE SIGNED BY DESIGNATED AGENT )

Having been named to accept service of process for the above stated corporation, at 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: 

Resident and Registered Agent

FILED  
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SECRETARY OF STATE  
TALLAHASSEE FLORIDA