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Requester's Name

Address

City/State/Zip

Phone #

From This portion can be removed for Recipient's records.

Date 10-3-00

FedEx Tracking Number

814492869770

Sender's Name

Michael Brower

Phone

954 346-6404

Company

TEAM HEALTH

Address

100 NW 70TH AVE

City

FORT LAUDERDALE

State

FL

ZIP

33317-2906

Office Use Only

R(S), (if known):

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(Corporation Name)

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(Corporation Name)

(Document #)

☐ 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

OTHER FILINGS

- ☐ Annual Report
- ☐ Fictitious Name

AMENDMENTS

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

REGISTRATION/QUALIFICATION

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

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

00 OCT -3 AM 8:51

FILED

Examiner's Initials

ARTICLES OF INCORPORATION
OF
THE SOLUTIONS GROUP, INC.

FILED
00 OCT -3 AM 8:51
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

I, the undersigned, being of legal age, do hereby associate myself for the purpose of becoming a corporation under the laws of the State of Florida, under Section 607 of the Florida Statutes authorizing the formation of corporations.

ARTICLE I - NAME:

The name of the corporation shall be:

THE SOLUTIONS GROUP, INC.

ARTICLE II - DURATION:

The corporation shall have perpetual existence commencing on the date of filing of these articles.

ARTICLE III - PURPOSE:

This corporation may engage in any activity or business permitted under the laws of the United States and of the State of Florida.

ARTICLE IV - CAPITAL STOCK:

The corporation is authorized to issue (1000) shares of common stock with a par value of One (\$1.00) Dollar per share. All of said stock shall be payable in cash, property (real or personal) or labor or services in lieu thereof at a just valuation to be fixed by the Board of Directors.

ARTICLE V - INITIAL REGISTERED OFFICE AND AGENT:

The street address of the initial principal office of the corporation is 6840 NW 26th Street, Margate, FL 33063. The name and address of the initial Registered Agent of the corporation is **MICHELE R. BROWER**, 6840 NW 26th Street, Margate, FL 33063.

ARTICLE VI - INITIAL BOARD OF DIRECTORS:

The corporation shall have Two (2) directors initially. The number of directors may be either increased or decreased from time to time by the By-Laws, but shall never be less than one (1). The name and address of the initial directors of the corporation are **SANDI L. WOLCHKO** and **MICHELE R. BROWER**, 6840 NW 26th Street, Margate, FL 33063.

ARTICLE VII - INCORPORATOR:

The name and address of the person signing these Articles is: **MICHELE R. BROWER**, 6840 NW 26th Street, Margate, FL 33063.

ARTICLE VIII - AMENDMENT:

The corporation reserves the right to amend or repeal any provisions contained in these Articles of Incorporation, or any amendment hereto, and any right conferred upon the stockholders is subject to this reservation.

ARTICLE IX – RESTRICTIONS ON TRANSFER OF STOCK:

Shares held by any shareholder may not be resold or otherwise transferred to other person unless such shares are first offered to remaining shareholder, if any, or this Corporation. The price and terms at which, and the time within which, such shares may be offered and sold shall be further specified by written agreement among all of the shareholders of this Corporation.

ARTICLE X – INDEMNIFICATION:

The corporation shall indemnify any officer or director, or any former officer or director, to the full extent permitted by law.

ARTICLE XI – BYLAWS:

The power to adopt, alter, amend or repeal bylaws shall be vested in the Board of Directors and the shareholders.

ARTICLE XII – SHAREHOLDERS MEETING REQUIRED:

Any action of the shareholders of this corporation must be taken at a meeting of shareholders of this corporation, duly called as provided by the By-laws or law.

ARTICLE XIII – VOTING RIGHTS:

Except as otherwise provided by law, the entire voting power for the election directors and for all other purposes shall be vested exclusively in the holders of the outstanding common stock.

IN WITNESS WHEREOF, the undersigned subscriber has executed these Articles of Incorporation this 2nd day of **October, 2000**.


MICHELE R. BROWER

**CERTIFICATE DESIGNATING PLACE OF BUSINESS
OR DOMICILE FOR THE SERVICE OF PROCESS
WITHIN THIS STATE, NAMING AGENT UPON WHOM
PROCESS MAY BE SERVED**

In compliance with Chapter 607.0501, Florida Statutes, the following is submitted:

FIRST: That **MICHELE R. BROWER** is desirous of incorporating under the laws of the State of Florida, with its principal office as indicated in the Articles of Incorporation in City of Margate, County of Broward, State of Florida, has named **MICHELE R. BROWER**, located at 6840 NW 26th Street, Margate, FL 33063, in the County of Broward and the State of Florida as its Agent to accept service of process within this state.

ACKNOWLEDGMENT:

Having been named to accept service of process for the above state 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 of keeping open said office.


MICHELE R. BROWER
Resident Agent

Dated: 10.2.00

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

00 OCT -3 AM 8:51

FILED