

P01000000809

TRANSMITTAL LETTER

Department of State  
Division of Corporations  
P. O. Box 6327  
Tallahassee, FL 32314

SUBJECT: AMEDEX INVESTMENT CORPORATION INC.  
(Proposed corporate name - must include suffix)

400003521894--6  
-01/03/01--01040--018  
\*\*\*105.00 \*\*\*105.00

Enclosed is an original and one(1) copy of the articles of incorporation and a check for :

☐ \$70.00 Filing Fee  
☐ \$78.75 Filing Fee & Certificate of Status

☐ \$78.75 Filing Fee & Certified Copy  
☐ \$87.50 Filing Fee Certified Copy & Certificate of Status

ADDITIONAL COPY REQUIRED

(4) CC \$105.00

FROM: CAROL A. OSTARCHUK for AMEDEX INVESTMENT CORP INC  
Name (Printed or typed)

5404 APPLIEDORE LANE  
Address

TALLAHASSEE FLORIDA 32308  
City, State & Zip

(850)668-5052  
Daytime Telephone number

DIVISION OF CORPORATION

01 JAN -3 PM 1:25

RECEIVED

APPROVED  
AND  
FILED

01 JAN -3 PM 1:31

RW  
1/3

NOTE: Please provide the original and one copy of the articles.

# ARTICLES OF INCORPORATION FOR AMEDEX INVESTMENT CORPORATION, INC.

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The undersigned hereby makes, subscribes, acknowledges and files with the Secretary of State of the State of Florida, these Articles of Incorporation for the purpose of forming a Corporation for profit, in accordance with the laws of the State of Florida.

## ARTICLE I

### Name

The name of the Corporation shall be **AMEDEX INVESTMENT CORPORATION, INC.**

## ARTICLE II

### Address

The initial street address of the principal office of this Corporation shall be 7001 S.W. 97<sup>th</sup> Avenue, Miami, Florida 33173.

## ARTICLE III

### Existence

This Corporation shall have a perpetual existence.

## ARTICLE IV

### Purpose

This Corporation is organized for the purpose of transacting any lawful business in the United States, and shall have all powers relating thereto, and to engage in and transact any lawful business for which corporations may be incorporated under the laws of the State of Florida.

APPROVED  
AND  
FILED  
01 JAN -3 PM 1:34  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

## **ARTICLE V**

### **Capital Stock**

The aggregate number of shares of stock which the Corporation is authorized to issue is one hundred (100) shares of common stock with a par value of one dollar (\$1.00) per share. Holders of the capital stock shall not have any preemptive rights to purchase any new shares of stock or securities, or rights to acquire stock or securities of the Corporation. Cumulative voting shall not be allowed in the election of its directors or for any other purpose.

## **ARTICLE VI**

### **Initial Registered Office and Agent**

The street address of the Corporation's initial registered office is 7001 S.W. 97<sup>th</sup> Avenue, Miami, Florida 33173, and the name of the Corporation's initial registered agent is Alan J. Leifer at such address. The Corporation may change its registered office or its registered agent or both at any time by filing with the Department of State of the State of Florida, a statement complying with Section 607.0502, Florida Statutes.

## **ARTICLE VII**

### **Initial Board of Directors**

This Corporation shall have no less than One (1) Director. The number of Director may be changed from time to time by the Board of Directors of the Corporation. The number of Directors constituting the initial Board of Directors of this Corporation is One (1) and the name and address of those persons who are to serve as such is as follows:

<b>Name</b>	<b>Address</b>
Michael A. Carricarte	7001 S.W. 97 <sup>th</sup> Avenue Miami, FL 33173

## **ARTICLE VIII**

### **Incorporator**

The name and address of the incorporators of this Corporation is as follows:

<b>Name</b>	<b>Address</b>
Clifford M. Kolber, C.P.A.	7001 S.W. 97 <sup>th</sup> Avenue Miami, Florida 33173
Alan J. Leifer, Esq.	7001 S.W. 97 <sup>th</sup> Avenue Miami, Florida 33173

## **ARTICLE IX**

### **Officers**

The initial officers of the Corporation shall be a President, Secretary, and Treasurer, and such other officers or agents as may be appointed by the Board of Directors. All officers, agents, and/or employees as may be necessary shall be chosen in such a manner, for such time, and have such duties as may be described by the By-Laws or determined by the Board of Directors. The names and addresses of the initial officers of this Corporation is as follows:

<b>Office</b>	<b>Name</b>
PRESIDENT	Michael A. Carricarte
TREASURER	Clifford M. Kolber
SECRETARY	Clifford M. Kolber

The Address of the Officers shall be the same as the principal address.

## **ARTICLE X**

### **Amendment of Articles of Incorporation**

The Corporation reserves the right to amend, alter, change or repeal any provision contained in these Articles of Incorporation in the manner now or hereafter prescribed by Florida Statutes, and all rights conferred upon the stockholders are subject to this reservation.

## ARTICLE XI

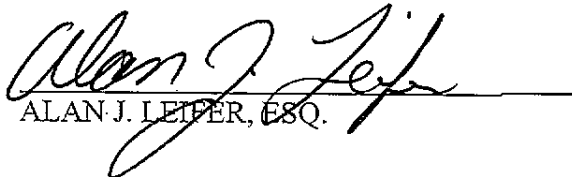
### Indemnification

The Corporation shall indemnify any person who was or is a party, or is threatened to be made a party, to any threatened, pending, or completed action, suit, or proceeding, whether civil, criminal, administrative, or investigative, by reason of the fact that he/she was or is a Director or Officer of the Corporation, against expenses (including attorneys' fees, judgements, fines and amounts paid in settlement) actually and reasonably incurred by him/her in connection with such action, suit, or proceeding, including appeals.

The Corporation shall have the power to purchase and maintain insurance on behalf of any person who is or was a Director or Officer of the Corporation against any liability asserted against him/her and incurred by him/her in any such capacity, or arising out of his/her status as such, whether or not the Corporation has the power to indemnify him/her against such liability under the provision of this section.

IN WITNESS WHEREOF, WE, the undersigned Incorporators, have executed these Articles for the uses and purposes therein stated.

  
CLIFFORD M. KOLBER, C.P.A.

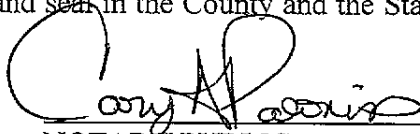
  
ALAN J. LEIFER, ESQ.

STATE OF FLORIDA

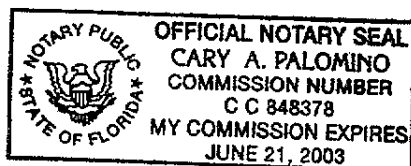
COUNTY OF MIAMI - DADE

BEFORE ME, the undersigned authority, personally appeared CLIFFORD M. KOLBER and ALAN J. LEIFER, to me well known to be the individuals described in and who executed the foregoing Articles of Incorporation and they acknowledged before me that they executed the same for the purposes therein expressed.

Witness my hand and seal in the County and the State aforesaid this 2nd day of January, 2001.

  
NOTARY PUBLIC


State of Florida at Large  
My commission expires:



State of Florida/ County Dade  
The foregoing instrument was acknowledge before me this 12, 1901 by Cary A. Palomino  
Personally Known ☒ OR Produced identification ☐  
Type of I.D. Produced Cary A. Palomino (Notary Signature)  
Printed name & Comm. # CC848378

ACCEPTANCE OF DESIGNATION OF RESIDENT AGENT

Having been named to accept service of process for the above corporation at the place designated in the certificate, I hereby agree to act in this capacity, and I further agree to comply with the provisions of all statutes relative to the proper and complete performance of my duties.

  
ALAN J. LEIFER, ESQ.

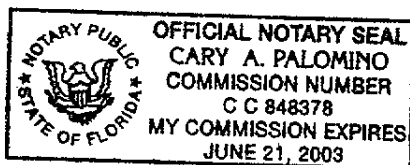
BEFORE ME, the undersigned authority, personally appeared ALAN J. LEIFER, ESQ., this 2<sup>nd</sup> day of January, 2001, to me well known to be the individual described in and who executed the foregoing Acceptance of Designation of Registered Agent and acknowledged before me that he has executed the same for the purposes therein expressed.


Witness my hand and seal in the County and the State aforesaid this 2nd day of January, 2001.



NOTARY PUBLIC  
State of Florida at Large

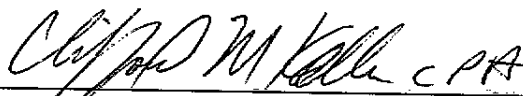
My commission expires:

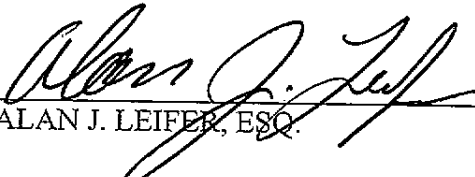


State of Florida/ County Dade  
The foregoing instrument was acknowledge before me this  
1/2, 2001 by \_\_\_\_\_  
Personally Known ☒ OR Produced identification ☐  
Type of I.D. Produced \_\_\_\_\_  
 (Notary Signature)  
Printed name & Comm. # CC 848378

## WAIVER OF NOTICE OF MEETING OF

We, the undersigned, being the Incorporators of AMEDEX INVESTMENT CORPORATION, a corporation organized under the laws of the State of Florida, do hereby waive all the statutory requirements as to notice of the time, place and purpose of the first meeting of Incorporators of said corporation and the publication thereof, and consent that the meeting shall be held at 7001 S.W. 97<sup>th</sup> Avenue, in the City of Miami, State of Florida, on January 15th, 2001, 10:00 a.m. and we consent to the transaction of any and all business that may properly come before the meeting.

  
CLIFFORD M. KOLBER, C.P.A.

  
ALAN J. LEIFER, ESQ.

APPROVED  
AND  
FILED  
01 JAN -3 PM 1:34  
-  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA