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TRANSMITTAL LETTER

FILED

01 MAY 14 AM 11:39

SECRETARY OF STATE
TALLAHASSEE FLORIDA

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

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-05/15/01--01010--009
*****78.75 *****78.75

SUBJECT:

DACS Medical INC

(Proposed corporate name - must include suffix)

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

☐ \$122.50
Filing Fee
& Certified Copy

☐ \$131.25
Filing Fee,
Certified Copy
& Certificate

ADDITIONAL COPY REQUIRED

FROM:

Ardith O. Cortijo

Name (Printed or typed)

6340 Blvd of Champions

Address

North Lauderdale, Florida

City, State & Zip

954-975-7503

Daytime Telephone number

4v
D. WHITE MAY 21 2001

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

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**ARTICLES OF INCORPORATION
OF
DACS MEDICAL, INC.**

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SECRETARY OF STATE
TALLAHASSEE FLORIDA

ARTICLE I
NAME

The name of the Corporation formed hereunder will be by **DACS Medical, Inc.** The principal place of business is located at 6340 Boulevard of Champions, North Lauderdale, Florida 33068.

ARTICLE II
PURPOSE

The purpose of the corporation created hereunder shall be to engage and transact any and all business permitted under the laws of the United states of America and the State of Florida.

ARTICLE III
DURATION

The corporation created hereunder shall continue as a separate entity, independent of its members, for all purposes, for a period that shall be perpetual or until dissolved by a vote of majority of the shareholders. One dissolution of the Corporation created hereunder, the Corporate property and assets shall, after payment of all debts of the corporation, be distributed to the shareholders pro rata, each shareholder to participate in the distribution in direct proportion to the number of shares held by him.

ARTICLE IV
CAPITAL STOCK

The total number of shares stock which the corporation hereunder shall be authorized to issue shall be FIVE HUNDRED (500) shares. said shares of stock shall be of a single class and shall have a par value of \$1.00 per share.

ARTICLE V
INITIAL BOARD OF DIRECTORS

This corporation shall have one director(s), initially. The number of directors may be either increased or diminished from time to time by the By-Laws but shall never be less than one. Them(s) and address (es) of the initial director(s) of this corporation is (are):

Ardith Cortijo
6340 Boulevard of Champions
North Lauderdale, Florida 33068

ARTICLE VI **INCORPORATOR**

The name and address of the incorporation(s) signing these Articles of Incorporation is: Ardith Cortijo, 6340 Boulevard of Champions, North Lauderdale, Florida 33068

ARTICLE VII **BY-LAWS**

By-Laws may be repealed or amended, and new By-Laws may be adopted, by either the Board of Directors of the Shareholders, but the Board of Directors may not amend or repeal any By-Law adopted by the Shareholders, if the Shareholders specially provide that such By-Laws are not subject to amendment or repeal by the Directors.

ARTICLE VIII

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

ARTICLE IX **ASSETS**

This corporation shall have all the corporate powers enumerated in the Florida General Corporation act, except that this corporation shall not have the power to sell, mortgage, or pledge all or substantially all of its property and assets without prior shareholders' approval.

ARTICLE X **REGISTERED AGENT**

The registered agent of this corporation shall be Ardith Cortijo, 6340 Boulevard of Champions, North Lauderdale, Florida 33068.

ARTICLE XI **ADDITIONAL CORPORATE POWERS**

In furtherance and not in limitation of the general power conferred by the laws of the State of Florida and the purposes and objects hereinabove stated, the corporation shall have all the following powers:

- (a) To enter into, or become partner in, any arrangement for sharing profits, union interest, or corporation, joint venture, or otherwise, with any persons firm, or corporation.
- (b) At its option, to purchase and acquire any or all of its stock owned and held by any set shareholder who should desire to sell, transfer, or otherwise dispose of its shares in accordance with the By-Laws adopted by the shareholders of the corporation setting forth the terms and conditions of such purchase; provided, however, that the capitol of the corporation is not impaired/

- (c) At its option, to purchase and acquire the shares owned and held by any shareholder who dies, in accordance with the By-Laws adopted by the shareholders of the corporation setting forth the terms and conditions of such purchase; provided, however, that the capital of the corporation is not impaired.
- (d) To enter into for the benefit of its employees, one or more of the following:
- (i.) A Pension Plan;
 - (ii.) A profit-sharing plan;
 - (iii.) A restricted stock option plan;
 - (iv.) A medical reimbursement plan;
 - (v.) Other retirement or incentive compensation plan.

IN WITNESS WHEREOF, the undersigned as subscribing incorporation, has hereunto set his (their) hand and seal this ____ day of March, 1999 the purpose of forming this corporation under the laws of the State of Florida, and hereby makes and files the Articles of Incorporation with the Secretary of State, thereby certifying that the facts herein stated are true and accurate to the best of his (their) knowledge, information and belief.


Ardith Cortijo, INCORPORATOR

STATE OF FLORIDA)
) SS:
COUNTY OF BROWARD)


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TALLAHASSEE FLORIDA

BEFORE ME, the undersigned authority, this day personally appeared, Ardith Cortijo, that after being by me duly sworn, deposes and says that she is the person described in and who executed the foregoing Articles of Incorporation, and duly acknowledged tome that she executed same freely and voluntarily for the purpose therein expressed.

8th WITNESS my hand and official seal at Pompano, Broward County, Florida this 8th day of March, 1999.

My Commission Expires OCT. 25, 1999

OFFICIAL NOTARY SEAL
LORNA R RICKS
NOTARY PUBLIC STATE OF FLORIDA
COMMISSION NO. CC505563


NOTARY PUBLIC, State of Florida

ACCEPTANCE OF DESIGNATION as REGISTERED AGENT

I, the undersigned, named as Registered Agent in the Articles of Incorporation of DACS Medical, Inc., do hereby accept the designation as Registered Agent and agree to comply with all duties and with those requirements under Florida Law for serving in the position of Registered Agent of said corporation.

DATED AT Pompano, Broward County, Florida this 8th day of March, 1999.


Ardith Cortijo, Registered Agent