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Tallahassee, Florida 32301  
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**P01000087060**

July 16, 2002

**CORPORATION NAME (S) AND DOCUMENT NUMBER (S):**

Matrix Infusion, Inc.

**Filing Evidence**

- ☐ Plain/Confirmation Copy  
☒ Certified Copy

**Type of Document**

- ☐ Certificate of Status  
☒ Certificate of Good Standing  
☐ Articles Only  
☐ All Charter Documents to Include  
Articles & Amendments  
☐ Fictitious Name Certificate

**Retrieval Request**

- ☐ Photocopy  
☐ Certified Copy

- ☐ Other **300006444813--4**  
-07/16/02--01026--008  
\*\*\*\*\*52.50 \*\*\*\*\*52.50

NEW FILINGS	
<input type="checkbox"/>	Profit
<input type="checkbox"/>	Non Profit
<input type="checkbox"/>	Limited Liability
<input type="checkbox"/>	Domestication
<input type="checkbox"/>	Other

AMENDMENTS	
<input checked="" type="checkbox"/>	Amendment
<input type="checkbox"/>	Resignation of RA Officer/Director
<input type="checkbox"/>	Change of Registered Agent
<input type="checkbox"/>	Dissolution/Withdrawal
<input type="checkbox"/>	Merger

OTHER FILINGS	
<input type="checkbox"/>	Annual Reports
<input type="checkbox"/>	Fictitious Name
<input type="checkbox"/>	Name Reservation
<input type="checkbox"/>	Reinstatement

REGISTRATION/QUALIFICATION	
<input type="checkbox"/>	Foreign
<input type="checkbox"/>	Limited Liability
<input type="checkbox"/>	Reinstatement
<input type="checkbox"/>	Trademark
<input type="checkbox"/>	Other

FILED  
2002 JUL 16 PM 1:11  
TALLAHASSEE, FLORIDA  
SECRETARY OF STATE

RECEIVED  
02 JUL 16 AM 10:24

C. Coulliette JUL 16 2002

**AMENDED AND RESTATED**  
**ARTICLES OF INCORPORATION**  
**OF**  
**MATRIX INFUSION, INC.**

FILED  
2002 JUL 16 PM 1:11  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

Pursuant to Section 607.1007, Florida Statutes, Matrix Infusion, Inc., a Florida corporation, hereby amends and restates its Articles of Incorporation.

**ARTICLE I. NAME**

The name of the corporation (hereinafter referred to as "Corporation") shall be:

MATRIX INFUSION, INC.

The address of the principal office of this Corporation in the state of Florida shall be 190 NE 199th Street, Suite 100A, North Miami Beach, Florida 33179 and the mailing address of the Corporation shall be the same.

**ARTICLE II. NATURE OF BUSINESS**

This Corporation may engage or transact in the solicitation and sale of pharmaceuticals or blood derivatives in the home health care industry.

**ARTICLE III. CAPITAL STOCK**

The maximum number of shares of stock that this Corporation is authorized to have outstanding at any one time is 1,200 shares of common stock having \$1.00 par value per share.

**ARTICLE IV. TERM OF EXISTENCE**

This Corporation is to exist perpetually.

**ARTICLE V. PROTECTIVE PROVISIONS**

This Corporation shall not issue shares of stock in the Corporation (or enter into obligations to issue shares of stock in the Corporation), borrow, incur indebtedness or otherwise obtain financing without the consent of the shareholders. This Corporation shall not hire employees or enter into employment agreements without the consent of the shareholders.

**ARTICLE VI. INDEMNITY**

This Corporation shall, to the fullest extent permitted by the provisions of the Florida Business Corporation Act, as the same may be amended and supplemented, indemnify any and all persons whom it shall have power to indemnify under said provisions from and against any and all of the expenses, liabilities or other matters referred to in or covered by said provisions, and the

indemnification provided for herein shall not be deemed exclusive of any other rights to which those indemnified may be entitled under any bylaw, agreement, vote of shareholders or disinterested directors, or otherwise, both as to action in his official capacity and as to action in another capacity while holding such office, and shall continue as to a person who has ceased to be in a capacity entitling such person to be indemnified, and shall inure to the benefit of the heirs, executors and administrators of such a person.

#### **ARTICLE VII. DIRECTORS**

The number of directors constituting the initial Board of Directors of the Corporation is one (1), which may be increased by the bylaws, but shall never be less than one (1).

The name and address of the initial member of the Board of Directors of the Corporation is as follows:

Joseph Gonzalez  
12509 SW 21<sup>st</sup> Street  
Miramar, FL 33027

#### **ARTICLE VIII. REGISTERED AGENT**

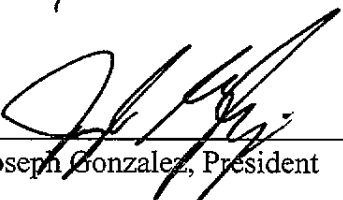
The name and address of the registered agent of the Corporation is as follows:

Joseph Gonzalez  
12509 SW 21<sup>st</sup> Street  
Miramar, FL 33027

These Amended and Restated Articles of Incorporation were duly adopted by unanimous consent of all of the shareholders of the Corporation on June 27, 2002.

These Amended and Restated Articles of Incorporation supersede the original Articles of Incorporation and any amendments thereto.

IN WITNESS WHEREOF, the Corporation has caused these Amended and Restated Articles to be executed its duly authorized officer on this 27 day of June, 2002.

  
\_\_\_\_\_  
Joseph Gonzalez, President

**ACCEPTANCE OF REGISTERED AGENT DESIGNATED  
IN ARTICLES OF INCORPORATION**

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 in this capacity. I further agree to comply with the provisions of all statutes relating to the proper and complete performance of my duties, and I am familiar with and accept the obligations of my position as registered agent.



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Joseph Gonzalez