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

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-11/16/01--01020--014
*****78.75 *****78.75

SUBJECT: CMD Medical, Inc.
(PROPOSED CORPORATE NAME - MUST INCLUDE SUFFIX)

Enclosed are 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

FROM: Erika Banfelder
Name (Printed or typed)

2014 Fourth Street
Address

Sarasota, FL 34240
City, State & Zip

(941) 365-2296
Daytime Telephone number

01 NOV 16 PM 1:45
FILED
SECRETARY OF STATE
TALLAHASSEE FLORIDA

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

ARTICLES OF INCORPORATION OF
CMO MEDICAL, INC.

FILED
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SECRETARY OF STATE
TALLAHASSEE FLORIDA

The undersigned, a natural person, does hereby form a corporation under the laws of the State of Florida.

ARTICLE I: NAME

The name of the corporation is **CMO MEDICAL, INC.**, a Florida corporation.

ARTICLE II: PRINCIPAL OFFICE

The principal place of business and mailing address of the corporation is 6065 Ibis Street, Sarasota, Florida 34241.

ARTICLE III: PURPOSE

The purpose for which the corporation is organized is to sell medical products. The corporation may engage in any and all activities and businesses permitted under the laws of the United States and of the State of Florida. The corporation shall have all of the powers vested in a corporation organized under and existing by virtue of the laws of the State of Florida. The existence of the corporation is perpetual.

ARTICLE IV: SHARES

The maximum number of shares of stock which the corporation is authorized to issue and have outstanding at any time is 1,000 shares of common stock having a par value of \$1.00 per share.

ARTICLE V: INITIAL OFFICERS/DIRECTORS

The corporation shall have one (1) director initially. The number of directors may be increased or diminished from time to time pursuant to the By-Laws of the corporation, but shall not

be less than one nor more than seven.

The names and addresses of the members of the first Board of Directors of the corporation and the initial Officers who shall hold office for the first year of the corporation's existence or until their successor(s) is/are elected and qualified is/are:

DIRECTORS

ADDRESS

Christopher M. Odierna

6065 Ibis Street
Sarasota, FL 34241

OFFICERS

Christopher M. Odierna

President, Vice-President, Secretary & Treasurer

ARTICLE VI: DIRECTOR'S MEETINGS

Members of the Board of Directors of any Executive Committee thereof shall be deemed present at a meeting of such Board of Directors or Committee if a conference telephone or similar communications equipment by means of which all persons participating in the meeting can hear each other at the same time is used.

ARTICLE VII: VOTING

A director shall not be prohibited or disqualified from voting on any issue, at any time, by reason of the fact that the issue under consideration may involve such director personally, directly or indirectly, or that it may involve any person, firm, corporation or other entity in which such director has a direct or indirect interest.

ARTICLE VIII: AMENDMENTS TO ARTICLES OF INCORPORATION

These Articles of Incorporation may be amended in the manner provided by law. Every amendment shall be approved by the Board of Directors, proposed by them to the shareholders and approved either at a shareholders' meeting by the affirmative vote of the holders of two-third 2/3) of the shares entitled to vote thereon or by written consent of all shareholders.

ARTICLE IX: BY-LAWS

The initial By-Laws of the corporation shall be adopted by a unanimous vote of the Board of Directors of the Corporation. Thereafter, the By-Laws of the Corporation may be amended, modified or repealed as provided by the By-Laws.

ARTICLE X: DESIGNATION OF REGISTERED AGENT

The name and address of the initial registered agent is Steven T. Wittmer located at 2014 Fourth Street, Sarasota, Florida 34237.

ARTICLE XI: INCORPORATOR

The name and address of the person signing these Articles as the Incorporator is: Christopher M. Odierna, 6065 Ibis Street, Sarasota, Florida 34241.

EXECUTED this 9th day of November, 2001.


CHRISTOPHER M. ODIERNA

ACCEPTANCE BY REGISTERED AGENT

Having been named as registered agent to accept service of process for the above stated corporation at the place designated in this certificate, I am familiar with and accept the appointment as registered agent and agree to act in this capacity.


STEVEN T. WITTMER

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TALLAHASSEE FLORIDA