

LAW OFFICES

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**P01000114242**

November 26, 2001

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\*\*\*\*\*78.75 \*\*\*\*\*78.75

Division of Corporations  
P.O. Box 6327  
Tallahassee, Florida 32314

**Re: JORDAN MEDICAL ASSOCIATES, INC.**  
**Articles of Incorporation**

Dear Sir or Madam:

Enclosed please find an original and one copy of the Articles of Incorporation with regard to the above-referenced corporation, for filing, together with my check in the sum of \$78.75 as and for your filing fee.

Upon the filing of same, please forward to our office the Charter Number assigned to the corporation, as well as a certified copy of the Articles of Incorporation.

Should you have any questions, please do not hesitate to contact my office.

Very truly yours,

  
STEVEN R. ROSENTHAL, ESQUIRE

SRR/gj

Enclosures - stated

cc: Lenny R. Jordan and  
Dawn R. Jordan

**FILED**  
01 NOV 28 AM 8:06  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

  
T. Burch, DEC 4 2001

Division of Corporations

November 26, 2001

Page Two

P.S. Also enclosed please find an original Waiver and Authorization Form which is self-explanatory. This will confirm that your office advised me that even though the Corporation known as Jordan Medical Associates, Inc. was dissolved on September 21, 2001 for failure to file the Annual Report, your office advised me that the Corporation name must be held for one year. Your office further advised me that the appropriate officer of Jordan Medical Associates, Inc. could waive that right to "re-instate". As you can see from the Waiver and Authorization Form, Larry Jordan as President/Director of Jordan Medical Associates, Inc. (now a dissolved Corporation) has stated that he no longer does business under said Corporate name and that he will not be re-instating the Corporation.

I trust that you can now file the enclosed original of the Articles of Incorporation for my clients.

**WAIVER AND AUTHORIZATION FORM**

I, **LARRY JORDAN**, formerly of 3235 Village Green Drive, Sarasota, Florida 34239, and President and Director of that Corporation known as Jordan Medical Associates, Inc., hereby waive and relinquish any and all rights or claims to that Corporate Name of "Jordan Medical Associates, Inc."

I, **LARRY JORDAN**, as President and Director would further state that I have no intention of "re-instating" said Corporation in that I have moved outside the State of Florida and I am no longer doing business under the name "Jordan Medical Associates, Inc."

It is my understanding that my son and daughter-in-law, **LENNY R. JORDAN** and **DAWN R. JORDAN**, respectively, would like to incorporate under the Corporate Name "Jordan Medical Associates, Inc." and that they will be able to do so if I furnish the Florida Secretary of State - Division of Corporations, with this Waiver and Authorization.

**JORDAN MEDICAL ASSOCIATES, INC.**

By: *[Signature]*  
Larry Jordan, President/Director

SECRETARY OF STATE  
JAILAN, SECRET FLORIDA

01 NOV 28 AM 8:06

FILED

STATE OF TENNESSEE )  
COUNTY OF Shelby ) SS:

**SWORN TO** and Subscribed before me this 19<sup>th</sup> day of November, 2001.

**Larry Jordan** is personally known to me or produced X (Personally) as identification.

*[Signature]*  
Notary Public, State of Tennessee

My Commission Expires:

8-15-04

Print Name: X Sandra Carpenter

**ARTICLES OF INCORPORATION**

**OF**

**JORDAN MEDICAL ASSOCIATES, INC.**

**FILED**

**01 NOV 28 AM 8:06**

**SECRETARY OF STATE  
TALLAHASSEE FLORIDA**

The undersigned, for the purpose of forming a corporation for profit under the laws of the State of Florida, hereby adopt the following Articles of Incorporation:

**ARTICLE I  
NAME**

The name of this corporation is: **JORDAN MEDICAL ASSOCIATES, INC.**

**ARTICLE II  
DURATION**

This corporation shall have perpetual existence unless dissolved pursuant to law and shall commence business as of the date of filing of these Articles of Incorporation.

**ARTICLE III  
PURPOSE**

This corporation may engage in any activity of business permitted under the laws of the State of Florida, its primary purpose is: sales and servicing of medical products.

**ARTICLE IV  
CAPITAL STOCK**

This Corporation is authorized to issue 100 shares of \$1.00 par value common stock.

**ARTICLE V  
PREEMPTIVE RIGHTS**

Every shareholder, upon the sale for cash of any new stock of this corporation of the same kind, class or series as that which they already hold, shall have the right to purchase their pro rata share thereof as nearly as may be done without the issuance of fractional shares at the price at which it is offered to others.

**ARTICLE VI  
PRINCIPAL PLACE OF BUSINESS**

The principal place of business of this corporation is : 11848 N.W. 56<sup>th</sup> Street, Coral Springs, Florida 33076.

**ARTICLE VII  
INITIAL REGISTERED OFFICE AND AGENT**

The street address of the initial registered office of this corporation is: 11848 N.W. 56<sup>th</sup> Street, Coral Springs, Florida 33076 and the name of the initial registered agent of this corporation at that address is: **LENNY R. JORDAN**.

**ARTICLE VIII  
INITIAL BOARD OF DIRECTORS**

This corporation shall have two 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. The names and addresses of the initial directors are: **LENNY R. JORDAN**, 11848 N.W. 56<sup>th</sup> Street, Coral Springs, Florida 33076 and **DAWN R. JORDAN**, 11848 N.W. 56<sup>th</sup> Street, Coral Springs, Florida 33076.

**ARTICLE IX  
INCORPORATOR**

The names and addresses of the Persons signing these Articles are: **LENNY R. JORDAN**, 11848 N.W. 56<sup>th</sup> Street, Coral Springs, Florida 33076 and **DAWN R. JORDAN**, 11848 N.W. 56<sup>th</sup> Street, Coral Springs, Florida 33076.

**ARTICLE X  
BY-LAWS**

The power to adopt, alter, amend or repeal By-Laws shall be vested in the Board of Directors and the Shareholders.

**ARTICLE XI  
AMENDMENTS**

This corporation reserves the right to amend or repeal any provision contained in these Articles of Incorporation or any Amendment hereto and any right conferred upon the Stockholders is subject to this reservation.

**IN WITNESS WHEREOF**, the undersigned subscribers have hereunto executed these Articles of Incorporation on this 16 day of November, 2001.

  
\_\_\_\_\_  
**LENNY R. JORDAN**

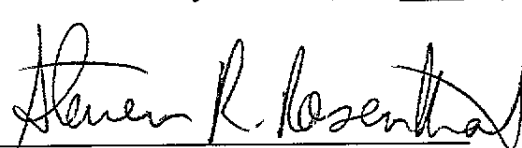
  
\_\_\_\_\_  
**DAWN R. JORDAN**

STATE OF FLORIDA       )  
                                      )SS.  
COUNTY OF BROWARD )

BEFORE ME, the undersigned authority, personally appeared **LENNY R. JORDAN**, who, after being duly sworn, deposes and states that he signed the foregoing Articles of Incorporation for the purpose therein expressed. **LENNY R. JORDAN** is personally known to me or produced Fla. Driver's License as identification.

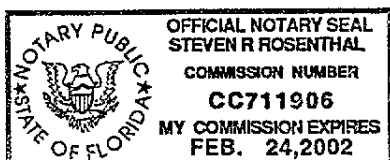
**WITNESS** my hand and official seal at the State and County aforesaid, this 16 day of

November, 2001.

  
\_\_\_\_\_  
Notary Public, State of Florida

Print Name: **STEVEN R. ROSENTHAL**

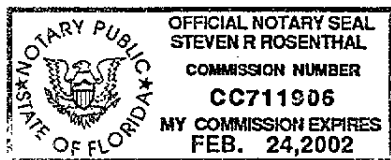
My Commission Expires:



STATE OF FLORIDA       )  
                                      )SS.  
COUNTY OF BROWARD    )

BEFORE ME, the undersigned authority, personally appeared **DAWN R. JORDAN**,  
who, after being duly sworn, deposes and states that she signed the foregoing Articles of  
Incorporation for the purpose therein expressed. **DAWN R. JORDAN** is personally known to me  
or produced Fla-Driver's License as identification.

WITNESS my hand and official seal at the State and County aforesaid, this 16 day of  
November, 2001.



My Commission Expires:

Steven R. Rosenthal  
Notary Public, State of Florida

Print Name: **STEVEN R. ROSENTHAL**

### REGISTERED AGENT

I hereby am familiar with and accept the duties and responsibilities as Registered Agent  
for said Corporation.

Lenny R. Jordan  
**LENNY R. JORDAN**  
Registered Agent