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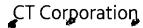
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TO ACKHOWLEDGE SUFFICIENCY OF FILING 15 JUN - 5 AH II: 52

FILED FILED







515 East Park Avenue Tallahassee, FL 32301 850 558 1930 tel 855€37 1628 fax del www.ctcorporation.com

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June 5, 2015

Department of State, Florida Clifton Building 2611 Executive Center Circle Tallahassee FL 32301

Re:

Order #: 9569715 SO

Customer Reference 1: None Given Customer Reference 2: None Given

Dear Department of State, Florida:

Please obtain the following:

QMEDRX, INC. (FL)

Misc - Domestic Corporate Filing - Merger - Survivor

Florida

wi certified copy

Enclosed please find a check for the requisite fees. Please return document(s) to the attention of the undersigned.

If for any reason the enclosed cannot be processed upon receipt, please contact the undersigned immediately at (850) 222-1092.

Thank you very much for your help.

Sincerely,

Connie R Bryan Senior Fulfillment Specialist Connie.Bryan@wolterskluwer.com

COVER LETTER

TO:	Amendment Section Division of Corporations		
	•		
SUBJI	ECT: Name of Surviving C	orporation	
The er	closed Articles of Merger and fee are submi	tted for filing	y .
Please	return all correspondence concerning this m	atter to follow	wing:
Gary W	'alker		
	Contact Person		
Allen I	ell, P.A.		
	Firm/Company		
202 So	uth Rome Avenue, Suite 100		
	Address		
Tampa,	FL 33606		
	City/State and Zip Code		
gwalke	r@allendell.com		
E-	mail address: (to be used for future annual report not	fication)	
For fu	ther information concerning this matter, plea	ase call:	
Gary W	'alker	813 At (223-5351
	Name of Contact Person		Area Code & Daytime Telephone Number

STREET ADDRESS:

Amendment Section
Division of Corporations
Clifton Building
2661 Executive Center Circle
Tallahassee, Florida 32301

MAILING ADDRESS:

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

ARTICLES OF MERGER

(Profit Corporations)

FILED 2415 JUN -5 PM 4:57

The following articles of merger are submitted in accordance with the Florida Business Corporation Act, pursuant to section 607.1105, Florida Statutes.

Name	<u>Jurisdiction</u>	Document Number (If known/ applicable)
QmedRx, Inc.	Florida	P02000016603
Second: The name and jurisdiction	of each merging corporation:	
Name	Jurisdiction	Document Number
New England Home Infusion, Inc.	Rhode Island	(If known/ applicable)
Third: The Plan of Merger is attached	ed.	
Fourth: The merger shall become ef Department of State.	fective on the date the Articles	of Merger are filed with the Florida
	specific date. NOTE: An effective d 0 days after merger file date.)	date cannot be prior to the date of filing or more
	not meet the applicable statutory filin	g requirements, this date will not be listed as the
Fifth: Adoption of Merger by <u>survi</u> The Plan of Merger was adopted by t		
The Plan of Merger was adopted by t	he board of directors of the sur- cholder approval was not requir	5 1
Sixth: Adoption of Merger by merg. The Plan of Merger was adopted by t		
The Plan of Merger was adopted by t	he board of directors of the met	• • • • • • • • • • • • • • • • • • • •

Seventh: SIGNATURES FOR EACH CORPORATION

Name of Corporation	Signature of an Officer or Director	Typed or Printed Name of Individual & Title
QmedRx, Inc.	Ay	Cabot Hyde, CEO
New England Home Infusion, Ir	26	James Mark Gilmore, President
·		

PLAN OF MERGER

Pursuant to section 607.1105, Florida Statutes, and Section 7-1.2.1000 of the Rhode Island Business Corporation Act, the undersigned corporations on the 27th day of May, 2015, adopt the following Plan of Merger:

1. The plan of merger is as follows:

- a. New England Home Infusion, Inc. ("NEHI") will be merged with and into QmedRx, Inc. which will be the Surviving Corporation, to exist and be governed by the laws of the State of Florida (the "Merger"). When the Merger becomes effective, the separate corporate existence of NEHI will cease and the Surviving Corporation will succeed, without other transfer, to all the obligations, rights and property of NEHI. The Surviving Corporation will carry on business with the assets of NEHI as well as with the assets of the Surviving Corporation.
- b. Immediately prior to the Merger, the Surviving Corporation had 4,500,000 shares of common stock authorized and 3,000,000 shares issued to Kevin C. Powers and Healthmark Investment Trust. In the Merger, all of the outstanding shares of common stock of NEHI will be converted into shares of common stock of the Surviving Corporation with ownership as follows:

<u>Shareholder</u>	Shares of Surviving Corporation
Kevin C. Powers	1,500,000
Healthmark Investment Trust	1,500,000
James Mark Gilmore	1,500,000

- 2. The effective date of the merger ("Effective Date") shall be the date of filing with the State of Rhode Island and the State of Florida.
- 3. These Articles of Merger were adopted by the board of directors of NEHI and the sole shareholder of NEHI on May 20, 2015, and by the board of directors and the shareholders of the Surviving Corporation on May 20, 2015.
- 4. This Agreement may be executed simultaneously in two or more counterparts each of which shall be deemed an original, and all of which, when taken together, constitute one and the same document. The signature of any Party to any counterpart shall be deemed a signature to, and may be appended to, any other counterpart. Signatures transmitted by facsimile transmission or electronic mail shall be deemed originals for this purpose.

IN WITNESS WHEREOF, the parties hereto have set their hands on the date first above written.

SURVIVING CORPORATION:	MERGING CORPORATION:
QMEDRX, INC.	NEW ENGLAND HOME INFUSION, INC.
Ву: (П	By MESION
Cabot Hyde, CEO	James Mark Gilmore, President