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DURAMED MOBILITY OF FLORIDA, INC. 6028 CHESTER AVENUE SUITE 105

> JACKSONVILLE, FL 32217 (904) 731-9339

FILED

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TALLAHASSEE, FLORIFA

February 14, 2002

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

200005002062--5 -02/25/02--01100--024 *****78.75 *****78.75

RE: DURAMED MOBILITY OF FLORIDA, INC.

Gentlemen:

Enclosed please find the original and one copy of Articles of Incorporation of DuraMed Mobility of Florida, Inc. Also enclosed is a check in the amount of \$78.75, which includes the Filing Fee of \$35.00, Registered Agent fee of \$35.00 and certified copy of Articles of Incorporation, \$8.75.

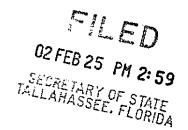
Please make the effective date of this corporation March 1, 2002.

Very truly yours,

Chris D. Wood

Enclosures

QB 3/1



ARTICLES OF INCORPORATION

<u>OF</u>

DURAMED MOBILITY OF FLORIDA, INC.

The undersigned incorporator, for the purpose of forming a corporation under the Florida Business Corporation Act, hereby adopts the following Articles of Incorporation.

ARTICLE I -- NAME

The name of the corporation shall be DURAMED MOBILITY OF FLORIDA, INC.

ARTICLE II--PRINCIPAL OFFICE

The principal place of business address of this corporation shall be:

6028 Chester Avenue Suite 105 Jacksonville, FL 32217

The mailing address of this corporation shall be:

6028 Chester Avenue Suite 105 Jacksonville, FL 32217

ARTICLE III--EFFECTIVE DATE

The effective date of this corporation shall be March 1, 2002.

ARTICLE IV- CAPITAL STOCK

The number of shares of stock that this corporation is authorized to have outstanding at any one time is 5,000 shares. The shareholders are authorized to issue "Section 1244" stock as defined by Section 1244 of the Internal Revenue Code.

ARTICLE V--INITIAL REGISTERED AGENT AND ADDRESS

The name and address of the initial registered agent is:

CHRIS D. WOOD 6028 CHESTER AVENUE SUITE 105 JACKSONVILLE, FL 32217

ARTICLE VI--INCORPORATOR

The name and street address of the incorporator to these Articles of Incorporation is:

CHRIS D. WOOD 6028 CHESTER AVENUE SUITE 105 JACKSONVILLE, FL 32217

ARTICLE VII--AMENDMENT

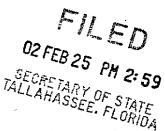
These Articles of Incorporation may be amended in the manner provided by law. Every amendment shall be at a stockholders meeting by a majority of the stock entitled to vote thereon, unless all the stockholders sign a written statement manifesting their intention that a certain amendment of these Articles of Incorporation be made.

ARTICLE VIII--PURPOSE

The purpose of this corporation is to carry on any legal activity.

The undersigned has executed these Articles of Incorporation this 14th day of February, 2002.

Signature/Title



<u>CERTIFICATE OF DESIGNATION</u> <u>REGISTERED AGENT/REGISTERED OFFICE</u>

Pursuant to the provisions of section 607.0501, Florida Statutes, the undersigned corporation, organized under the laws of the state of Florida, submits the following statement in designating the registered office/agent in the state of Florida.

- 1. The name of the corporation is: <u>DURAMED MOBILITY OF FLORIDA</u>, INC.
- 2. The name and address of the registered agent and office is:

CHRIS D. WOOD
6028 CHESTER AVENUE
SUITE 105
JACKSONVILLE, FL 32217

SIGNATURE Chris D. Wood.

TITLE Director COO

DATE Feb 22, 2002

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.

SIGNATURE Chuis D. Woodl

DATE Feb. 22, 2002