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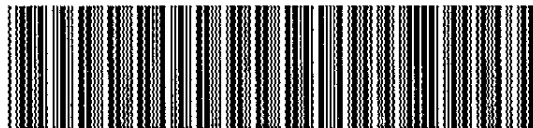
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TALLAHASSEE, FLORIDA
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CAPITAL CONNECTION, INC.

417 E. Virginia Street, Suite 1 • Tallahassee, Florida 32301
(850) 224-8870 • 1-800-342-8062 • Fax (850) 222-1222

Brothers Medical Corporation

Signature _____

Requested by: _____

Name _____

Date _____

Time _____

Walk-In _____

Will Pick Up _____

- ☒ Art of Inc. File _____
- _____ LTD Partnership File _____
- _____ Foreign Corp. File _____
- _____ L.C. File _____
- _____ Fictitious Name File _____
- _____ Trade/Service Mark _____
- _____ Merger File _____
- _____ Art. of Amend. File _____
- _____ RA Resignation _____
- _____ Dissolution / Withdrawal _____
- _____ Annual Report / Reinstatement _____
- ☒ Cert. Copy _____
- _____ Photo Copy _____
- _____ Certificate of Good Standing _____
- _____ Certificate of Status _____
- _____ Certificate of Fictitious Name _____
- _____ Corp Record Search _____
- _____ Officer Search _____
- _____ Fictitious Search _____
- _____ Fictitious Owner Search _____
- _____ Vehicle Search _____
- _____ Driving Record _____
- _____ UCC 1 or 3 File _____
- _____ UCC 11 Search _____
- _____ UCC 11 Retrieval _____
- _____ Courier _____

ARTICLES OF INCORPORATION
FOR
BROTHERS MEDICAL CORPORATION

FILED STATE
SECRETARY OF FLORIDA
TALLAHASSEE, FLORIDA
03 JUN 19 PM 1:18

The undersigned, hereby associate for the purpose of becoming a corporation under the laws of the State of Florida by and under the provisions of the Statutes of the State of Florida providing for the formation, liability, rights, privileges and immunities of a corporation for profit.

ARTICLE I
Name

The name of this corporation is **BROTHERS MEDICAL CORPORATION**, 835 35th Court SW, Vero Beach, Florida, 32968, hereinafter referred to as the Corporation.

ARTICLE II
Purposes

This Corporation is organized for the following purposes:

- A. For sales.
- B. To exercise any and all powers enumerated in Florida Statutes, Chapter 607, and any or all lawful business.
- C. To do all and everything necessary and proper for the accomplishment of any and all of the purposes or the attaining of any of the objects, purposes or the furtherance of any of the powers enumerated in this Certificate of Incorporation or any amendment thereof, necessary or incidental to the protection and benefit of the Corporation, as principal, agent, director, trustee or otherwise, and in general, either alone or in association with other corporations, firms or individuals, to carry

on any lawful business necessary or incidental to the accomplishment of the purpose or the attainment of the objects or the furtherance of such purposes or objects of the Corporation, whether or not such business is similar in nature to the purposes and objects as set forth in this Certificate of Incorporation or any amendment thereof.

ARTICLE III Capital Stock

The capital stock of this Corporation shall consist of one hundred (100) shares at One and no/100 Dollar (\$1.00) per share par value common stock. The whole or any part of the capital stock of this Corporation shall be payable in lawful money of the United States of America or property, labor or services at a just valuation to be fixed by the Directors. Property or labor may also be purchased with the capital stock at such valuation as shall be fixed by the Directors.

Any and all such shares shall not be liable for any further call or assessment or any other payment thereon.

ARTICLE IV Restrictions on Sales and Transfers of Stock

The shares of stock to be issued by the Corporation shall be subject to the following provisions and restrictions upon sales and transfers thereof:

In the event a stockholder, by which term is included the executors, administrators, heirs, legatees and the nominee or personal representative of any stockholder, shall desire to sell, assign, give or transfer any shares of stock in the Corporation, such stockholder must, by giving written notice of such desire to a majority of the Board of Directors, give the right and privilege for thirty (30) days to purchase the same at a price equal to a bona fide firm offer, in writing, made to each stockholder for the purchase of such share or shares of stock by a person, firm or corporation ready, willing and able to buy such stock at the price so offered to be paid; and no stock of the Corporation shall be transferred upon its books unless the foregoing provision has

been complied with and any attempt to transfer such stock in any other manner will be void.

ARTICLE V
Corporate Existence

The Corporation shall have perpetual existence.

ARTICLE VI
Registered Office and Registered Agent

The registered office of the Corporation shall be 835 35th Court SW, Vero Beach, Florida, 32968; and the registered agent shall be **JIM WRIGHT, JR.**

ARTICLE VII
Number of Directors

The affairs of the Corporation shall be conducted by the Board of Directors. The initial Board of Directors shall consist of two (2) directors, who shall serve until such time as may be established in the corporate Bylaws for the first annual meeting or until resignation, whichever shall occur first. The corporate Bylaws shall provide for the number of directors (except the initial Board of Directors), which number shall not exceed seven (7). The names and addresses of the initial directors of this Corporation are:

JIM WRIGHT, JR., 835 35th Court SW, Vero Beach, Florida, 32968;

PATRICK WRIGHT, 6330 Hollandaire Drive East, Boca Raton, Florida, 33433;

ARTICLE VIII
Incorporators

The names and addresses of the persons signing these Articles are: **JIM WRIGHT, JR.**, 835

35th Court SW, Vero Beach, Florida, 32968 and **PATRICK WRIGHT**, 6330 Hollandaire Drive East, Boca Raton, Florida, 33433.

ARTICLE IX
Special Charter Provisions

In furtherance and not in limitation of the powers conferred by Statute, the Board of Directors is expressly authorized:

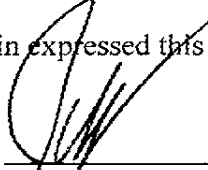
A. Subject to the Bylaws, if any, adopted by the stockholders, to make, alter, amend or repeal the Bylaws of the Corporation.

B. The Corporation may, at any meeting of its Board of Directors, sell, lease or exchange all of its property and assets, including its good will and its corporate business, upon such terms and conditions, either for cash, for the securities of any other corporation or corporations and for such consideration as its Board of Directors may deem expedient and for the best interest of the Corporation when and as authorized by the written consent of the holders of record of at least two-thirds (2/3) of the stock of each class issued and outstanding.

C. No contract or other transaction between the Corporation and any other corporation in the absence of fraud, shall be affected or invalidated by the fact that any one or more of the directors of the Corporation is or are interested in or is a director or officers or are directors or officers of such other corporation; and any director or directors, individually or jointly, may be a party or parties to or may be interested in any such contract of the Corporation or a contract in which the Corporation is interested; further, no contract, act or transaction of the Corporation with any person or persons, firm or corporation, in the absence of fraud, shall be affected or invalidated by the fact that any director or directors of the Corporation is a party or are parties to or interested in such contract, act

or transaction or in any way connected with such person or persons, firms or corporation; and each and every person who may become a director of the Corporation is hereby relieved from any liability that might otherwise exist from this contracting with the Corporation for the benefit of himself or any firm, association or corporation in which he may be anywise interested. Any director of the Corporation may vote upon any contract or other transaction between the Corporation and any subsidiary or controlled company without regard to the fact that he is also a director of such subsidiary or controlled company.

IN WITNESS WHEREOF, the undersigned have made and subscribed this Certificate of Incorporation for the uses and purposes herein expressed this 16 day of JUNE, 2003.



Jim Wright, Jr.

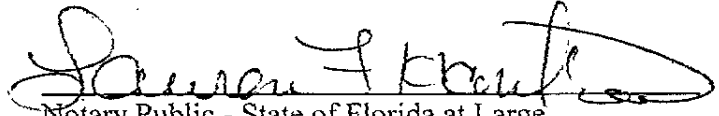


Patrick Wright

STATE OF FLORIDA

COUNTY OF INDIAN RIVER

Sworn to (or affirmed) and subscribed before me this 16 day of June, 2003, by **Jim Wright, Jr.**



Notary Public - State of Florida at Large.

Print, type, or stamp commission name of Notary Public: Lauren F. Hamilton

Personally known: X OR Produced Identification: _____

Type of Identification Produced: _____



Lauren F. Hamilton
My Commission DD171960
Expires February 07 2007

STATE OF FLORIDA

COUNTY OF Palm Beach

Sworn to (or affirmed) and subscribed before me this 19th day of May

2003, by **Patrick Wright**.

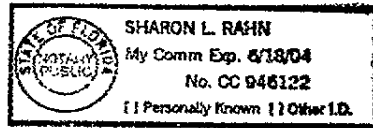
Sharon L. Rahn

Notary Public - State of Florida at Large.

Print, type, or stamp commission name of Notary Public: _____

Personally known: ☒ OR Produced Identification: _____

Type of Identification Produced: _____



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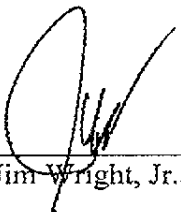
To: The Department of State
Tallahassee, Florida, 32304

CERTIFICATE DESIGNATING PLACE OF BUSINESS OR DOMICILE
FOR THE SERVICE OF PROCESS WITHIN FLORIDA,
NAMING AGENT UPON WHOM PROCESS MAY BE SERVED

In compliance with Section 607.325, of the Florida General Corporation Act, the following is submitted:

BROTHERS MEDICAL CORPORATION, with its place of business at 835 35th Court SW, City of Vero Beach, Florida 32968, has named **JIM WRIGHT, JR.**, located at 835 35th Court SW, City of Vero Beach, State of Florida 32968, as its agent to accept service of process within Florida.


Dated June 16, 2003.



Jim Wright, Jr., President

Having been named to accept service of process for the above-stated corporation, at the place designated in this Certificate, I hereby agree to act in this capacity, and I further agree to comply with the provisions of all statutes relative to the proper and complete performance of my duties, and I accept the duties and obligations of Section 607.325 of the Florida General Corporation Act.

Dated June 16, 2003.



Jim Wright, Jr., Registered Agent

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