

**PO4000018684**

Florida Department of State  
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To:

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Fax Number : (850) 205-0381

From:

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**FLORIDA PROFIT CORPORATION OR P.A.**

MedScan NTIC, Inc.

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**ARTICLES OF INCORPORATION OF  
MedScan NTIC, Inc.**

The undersigned, acting as incorporator of a Florida corporation under the Florida Business Corporation Act, Chapter 607 of the Florida Statutes, hereby adopts the following Articles of Incorporation for such Corporation:

**ARTICLE I**  
**NAME**

The name of the Corporation is MedScan NTIC, Inc.

**ARTICLE II**  
**PRINCIPAL OFFICE AND MAILING ADDRESS**

The address of the Corporation's principal office and mailing address is 5910 Cattle Ridge Road, Suite C, Sarasota, Florida 34232.

**ARTICLE III**  
**PURPOSE AND EFFECTIVE DATE**

The Corporation is organized for the purpose of transacting any and all lawful business for which corporations may be incorporated under the laws of Florida. The Corporation's effective date of formation shall be January 26, 2004.

**ARTICLE IV**  
**CAPITAL STOCK**

The Corporation is authorized to issue 100,000 shares of common stock, \$.001 par value per share.

**ARTICLE V**  
**INITIAL REGISTERED AGENT AND OFFICE**

The name of the initial registered agent of the Corporation and the street address of the initial registered office of the Corporation are as follows:

Name

Darrell C. Smith

Address

101 East Kennedy Boulevard  
Suite 2800  
Tampa, Florida 33602.

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ARTICLE VI  
INCORPORATOR

The name and address of the person signing these Articles as Incorporator are:

Name

Address

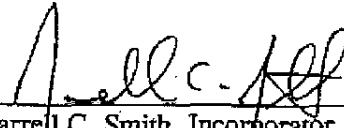
Darrell C. Smith

101 East Kennedy Boulevard  
Suite 2800  
Tampa, Florida 33602

ARTICLE VII  
INDEMNIFICATION

The Corporation shall indemnify any person who is or was a Director, Officer, employee, or agent of the Corporation or was serving at the request of the Corporation as a Director, Officer, employee, or agent of another corporation, partnership, joint venture, trust, or other enterprise, to the fullest extent permitted by law.

IN WITNESS WHEREOF, the undersigned has executed these Articles of Incorporation this 26<sup>th</sup> day of January, 2004.

  
\_\_\_\_\_  
Darrell C. Smith, Incorporator

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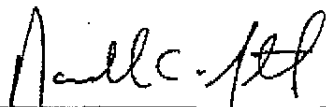
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CERTIFICATE OF DESIGNATION  
REGISTERED AGENT/REGISTERED OFFICE

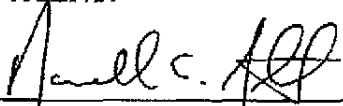
Pursuant to the provisions of Section 607.0501, Florida Statutes, the undersigned corporation, organized under the laws of the State of Florida, submits the following statement in designating the registered office/registered agent, in the State of Florida.

1. The name of the corporation is MedScan NTIC, Inc.
2. The name and address of the registered agent and office are:

Darrell C. Smith  
101 East Kennedy Boulevard  
Suite 2800  
Tampa, Florida 33602

SIGNATURE:   
TITLE: Darrell C. Smith, Incorporator  
DATE: January 26, 2004

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 OBLIGATION OF MY POSITION AS REGISTERED AGENT.

SIGNATURE:   
Darrell C. Smith, Registered Agent  
DATE: January 26, 2004

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