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CHARLES S. DAYHOFF III Attorney and Counselor at Law

Cornerstone Centre 3830 Tampa Road, Suite 150 Palm Harbor, FL 34684 Telephone (727) 785-6721 Telecopier (727) 785-0798 E-mail: attorneydayhoff@aol.com

February 17, 2004

Secretary of State Division of Corporations 409 E. Gaines Street Tallahassee, FL 32399 **VIA FEDERAL EXPERSS**

Re: Articles of Incorporation Eagle Medical Finance, Inc.

Dear Sir/Madam:

Please find enclosed each of the following:

- 1. Original and one copy of Articles of Incorporation.
- 2. Original and one copy of a Certificate Designating Registered Office for the Service of Process Within the State of Florida, and Naming the Registered Agent Upon Whom Process May be Served.
- 3. A check payable to the Department of State in the sum of \$70.00 for your filing fee.

Please file the above documents and return a "file stamped" copy to me as soon as possible.

Thanking you in advance for your cooperation, I am

Sincerely yours,

CHARLES S. DAYHOFF III

CSD:bf Enclosures

ARTICLES OF INCORPORATION

OF

EAGLE MEDICAL FINANCE, INC.

The undersigned, acting as Incorporator(s) of a corporation under the Florida Business Corporation Act, adopt(s) the following Articles of Incorporation for such corporation:

- 1. Name. The name of this corporation is EAGLE MEDICAL FINANCE, INC.
- Principal Office/Mailing Address. The principal office of the corporation is 5020
 Central Avenue, St. Petersburg, Florida 33707. The mailing address of the corporation is 5020
 Central Avenue, St. Petersburg, Florida 33707.
 - 3. **Duration.** The period of its duration shall be perpetual.
- 4. **Purpose.** The purpose is to engage in any activities or business permitted under the laws of the United States and Florida.
- 5. Capital Stock. The corporation is authorized to issue 100 shares, all of one class, at \$1.00 par value.
- 6. **Initial Registered Office and Agent.** The name and street address of the initial registered agent and office of this corporation are as follows:

CHARLES S. DAYHOFF III, ESQUIRE 3830 Tampa Road, Suite 150 Palm Harbor, FL 34684

7. Initial Board of Directors. This corporation shall have one (1) director initially. The number of directors may be either increased or decreased from time to time by any amendment of the bylaws of the corporation in the manner provided by law, but shall never be less than one (1).

The name and address of the initial director of this corporation is:

Name

Address

JARRELL BRITTS

1788 McKay Creek Drive Largo, FL 33770

8. Incorporator. The name and address of the Incorporator signing these Articles of Incorporation is:

Name

Address

JARRELL BRITTS

1788 McKay Creek Drive Largo, FL 33770

9. Amendment of Articles. This corporation reserves the right to amend or repeal any provisions contained in these Articles of Incorporation, or any amendment hereto, and any right conferred upon the shareholders is subject to this reservation.

IN WITNESS WHEREOF, the undersigned Incorporator has executed these Articles of Incorporation this 13 day of February, 2004.

JARRELL BRITTS INCORPORATOR

CHARLES S. DAYHOFF III

REGISTERED AGENT

STATE OF FLORIDA

COUNTY OF PINELLAS

THE FOREGOING INSTRUMENT was acknowledged before me this <u>13</u> day of February, 2004, by **JARRELL BRITTS**, who is personally known to me or who has produced a Florida driver's license as identification and who did take an oath.

NOTARY PUBLIC - STATE OF FLORIDA

Print Name: JCSSICA A Eggen

My Commission Expires: Aug 17, 200

JESSICA A EGGEN
Notary Public, State of Florida
My Comm. Expires Aug. 17, 2007
No. DD241856

STATE OF FLORIDA

COUNTY OF PINELLAS

THE FOREGOING INSTRUMENT was acknowledged before me this <u>13</u> day of February, 2004, by **CHARLES S. DAYHOFF III**, who is personally known to me or who has produced a Florida driver's license as identification and who did take an oath.

Borbone França NOTARY PUBLIC - STATE OF FLORIDA

Print Name: Barbara Franzese

My Commission Expires:

BARBARA FRANZESE

MY COMMISSION # DD 217173

EXPIRES: July 16, 2007

1-800-3-NOTARY FL Notary Discount Assoc. Co.

CERTIFICATE DESIGNATING REGISTERED OFFICE FOR THE SERVICE OF PROCESS WITHIN THE STATE OF FLORIDA, AND NAMING THE REGISTERED AGENT UPON WHOM PROCESS MAY BE SERVED

In compliance with §§48.091, 607.0501 and 607.0505 of the Florida Statutes, the following is submitted:

1. That EAGLE MEDICAL FINANCE, INC., desiring to qualify under the laws of the State of Florida, with its principal place of business in the City of St. Petersburg, State of Florida, has named CHARLES S. DAYHOFF III, ESQUIRE, 3830 Tampa Road, Suite 150, Palm Harbor, Florida 34684, as its Registered Agent to accept service of process within the State of Florida.

EAGLE MEDICAL FINANCE, INC., a Florida corporation

By:

Jarrell Britts, President

Having been named to accept service of process for the above-stated corporation at the place designated above, I HEREBY AGREE TO ACT in this capacity and agree to comply with the provisions of all statutes relative to the proper and complete performance of my duties.

DATED: February <u>/3</u>, 2004.

CHARLES S. DAYHOFF III
REGISTERED AGENT