

Division of Corporations

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Florida Department of State
Division of Corporations
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TALLAHASSEE, FLORIDA

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To:

Division of Corporations
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From:

Account Name : JOHNSON, BLAKELY, POPE, BOKER, RUPPEL & BURNS, P.A.
Account Number : 07666002140
Phone : (727) 461-1818
Fax Number : (727) 441-8617

FLORIDA PROFIT CORPORATION OR P.A.

EMEDICAL ID GROUP, INC.

Certificate of Status	1
Certified Copy	0
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Estimated Charge	\$78.75

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLES OF INCORPORATION
OF
EMEDICAL ID GROUP, INC.

ARTICLE I - Name

The name of this corporation is EMEDICAL ID GROUP, INC. The principal office of this corporation is: 1840 Fairbanks Street, Lakeland, FL 33805.

ARTICLE II - Duration

This corporation shall have perpetual existence.

ARTICLE III - Purpose

This corporation is organized to include the transaction of any or all lawful business for which corporations may be incorporated under Chapter 607, Florida Statutes as presently enacted and as it may be amended from time to time.

ARTICLE IV - Capital Stock

This corporation shall be authorized to issue two classes of capital stock to be designated respectively preferred stock ("Preferred Stock") and Common Stock ("Common Stock"). The total number of shares of Preferred Stock the corporation shall have authority to issue is 200,000 shares, and the total number of shares of Common Stock the corporation shall have authority to issue is 10,000,000 shares. The par value of all shares is \$.001. The Preferred Stock authorized by this Certificate of Incorporation shall be issued in series. The Board of Directors is authorized to establish series of Preferred Stock and to fix, in the manner and to the full extent provided and permitted by law, the rights, preferences and limitations of each series of the Preferred Stock and the relative rights, preferences and limitations between or among such series including:

- (1) the designation of each series and the number of shares that shall constitute the series;
- (2) the rate of dividends, if any, payable on the shares of each series, the time and manner of payment and whether or not such dividends shall be cumulative;

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- (3) whether shares of each series may be redeemed and, if so, the redemption price and the terms and conditions of redemption;
- (4) sinking fund provisions, if any, for the redemption or purchase of shares of each series which is redeemable;
- (5) the amount, if any, payable upon shares of each series in the event of the voluntary or involuntary liquidation, dissolution or winding up of the corporation, and the manner and preference of such payment;
- (6) voting rights, if any, on the shares of each series and any conditions upon the exercisability of such rights.

The holders of Common Stock shall be entitled to one vote for each share held at all meetings of the Stockholders of the corporation.

ARTICLE V - Initial Registered Office and Agent

The street address of the initial registered office of this corporation is 911 Chestnut Street, Clearwater, Florida 33756 and the name of the initial registered agent of this corporation at that address is MICHAEL T. CRONIN.

ARTICLE VI - Incorporator

The name and address of the person signing these Articles is:

<u>Name</u>	<u>Address</u>
Michael T. Cronin	911 Chestnut Street Clearwater, Florida 33756

ARTICLE VII - Indemnification

The corporation shall indemnify any officer or director, or any former officer or director to the full extent permitted by law.

ARTICLE VIII - Amendment

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

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IN WITNESS WHERE, the undersigned incorporator has executed these Articles of Incorporation this 29th day of September, 2004.

Michael T. Cronin
Michael T. Cronin

STATE OF FLORIDA)

COUNTY OF PINELLAS)

The foregoing instrument was acknowledged before me this 29th day of September, 2004, by MICHAEL T. CRONIN, and who is personally known to me.

Dolorene M. Sackman
Notary Public

My commission expires:



Dolorene M. Sackman
Commission # DD289044
Expires February 9, 2008
Berkshire Trust Plan - Insurance, Inc. 800-385-7018

**CERTIFICATE DESIGNATING REGISTERED AGENT
AND STREET ADDRESS FOR SERVICE OF PROCESS
WITHIN FLORIDA**

Pursuant to §607.0501, Florida Statutes, EMEDICAL ID GROUP, INC. hereby designates MICHAEL T. CRONIN, located at 911 Chestnut Street, Clearwater, Florida, as its registered agent to accept service of process within the State of Florida.

ACCEPTANCE OF DESIGNATION

The undersigned hereby accepts the above designation as registered agent to accept service of process for the above named corporation, at the place designated above, and agrees to comply with the provisions of §607.0501, Florida Statutes, relative to maintaining an office for the service of process.

Date: September 29, 2004

MTC/cj/328902

Michael T. Cronin
Michael T. Cronin