

POS000084151

Florida Department of State
Division of Corporations
Public Access System

Electronic Filing Cover Sheet

Note: Please print this page and use it as a cover sheet. Type the fax audit number (shown below) on the top and bottom of all pages of the document.

((H05000144476 3))

Note: DO NOT hit the REFRESH/RELOAD button on your browser from this page. Doing so will generate another cover sheet.

To: Division of Corporations
Fax Number : (850)205-0381

From: Account Name : LATZO LEGAL ASSISTING
Account Number : I20030000094
Phone : (727)639-1819
Fax Number : (727)394-2775

05 JUN 10 AM 9:40
Division of Corporations

FLORIDA PROFIT CORPORATION OR P.A.
MEDICALT CORPORATION

Certificate of Status	1
Certified Copy	0
Page Count	04
Estimated Charge	\$78.75

Electronic Filing Manual

Corporate Filing

Public Access Help

J. Shivers JUN 13 2005

H05000144476 3

ARTICLES OF INCORPORATION

OF

MEDICALT CORPORATION

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 and Address

The name of this corporation is MEDICALT CORPORATION. The mailing address of the corporation is 5301 Cypress Street, Suite 111, Tampa, Florida 33607, and the address of the corporation's principal office is 5301 Cypress Street, Suite 111, Tampa, Florida 33607.

ARTICLE II - Duration

This corporation shall have perpetual existence.

ARTICLE III - Capital Stock

The total number of shares, which the Corporation shall have the authority to issue, is One Hundred Million (100,000,000) shares of capital stock.

Eighty Million (80,000,000) shares shall be designated as Common Stock, having a par value of one-tenth of one cent (\$0.001) per share.

Twenty Million (20,000,000) shares shall be designated as Preferred Stock, having a par value of one-tenth of one cent (\$0.001) per share. The Board of Directors shall determine the preferences, privileges and restrictions of which.

A statement of the preferences, privileges, and restrictions granted to or imposed upon the Common Stock or the holders thereof is as follows:

Voting: The Common Share shall have one (1) vote per share.

Denial of Cumulative Voting: Cumulative voting by any stockholder is hereby expressly denied.

Prepared By:

Tami Lee Latzo, L.A.
Latzo Legal Assisting
14955 Gulf Boulevard
Suite 14
Madeira Beach, Florida 33708
Phone: 727-639-1819
Tami@Latzo.com

05 JUN 10 AM 9:08
100000000

H05000144476 3

H05000144476 3

Preemptive Rights: No Common Stock stockholder of this Corporation shall have, by reason of its holding shares of Common Stock of this Corporation, any preemptive or preferential rights to purchase or subscribe for any other shares of such class of this Corporation now or hereafter to be authorized, or any other equity securities, or any notes, debentures, warrants, bonds, or other securities convertible into or carrying options or warrants to purchase shares of any class, now or hereafter to be authorized, whether or not the issuance of any such shares, or such notes, debentures, bonds or other securities, would adversely affect the dividend or voting rights of such stockholder.

Severability of Provisions: If any power, preference, right or limitation of the Capital Stock set forth in this Article III is invalid, unlawful or incapable of being enforced by reason of any rule of law or public policy, all other powers, preferences, rights and limitations set forth in this Article III that can be given effect without the invalid, unlawful or unenforceable power, preference, right, or limitation herein set forth shall, nevertheless, remain in full force and effect, and no power, preference, right or limitation herein set forth shall be deemed dependent upon any other such power, preference, right or limitation unless so expressed herein.

ARTICLE IV - Initial Registered Office and Agent

The street address of the initial registered office of this corporation is 5301 Cypress Street, Suite 111, Tampa, Florida 33607, and the name of the initial registered agent of this corporation at that address is Neil Treitman.

ARTICLE V - Incorporator

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

<u>Name</u>	<u>Address</u>
Neil Treitman	5301 Cypress Street Suite 111 Tampa, Florida 33607

ARTICLE VI - Indemnification

The Corporation shall indemnify, or advance expenses to, to the fullest extent authorized or permitted by the Florida Business Corporation Act, any person made, or threatened to be made, a party to any action, suit or proceeding by reason of the fact that he or she (i) is or was a director of the Corporation; (ii) is or was serving at the request of the Corporation as a director of another corporation; (iii) is or was an officer of the Corporation, provided that he or she is or was at the time a director of the Corporation; or (iv) is or was serving at the request of the Corporation as an officer of another corporation, provided that he or she is or was at the time a director of the Corporation or a director of such other corporation, serving at the request of the

H05000144476 3

H05000144476 3

Corporation. Unless otherwise expressly prohibited by the Florida Business Corporation Act, and except as otherwise provided in the foregoing sentence, the Board of Directors of the Corporation shall have the sole and exclusive discretion, on such terms and conditions as it shall determine, to indemnify, or advance expenses to, any person made, or threatened to be made, a party to any action, suit, or proceeding by reason of the fact that he or she is or was an officer, employee or agent of the Corporation, or is or was serving at the request of the Corporation as an officer, employee or agent of another corporation, partnership, joint venture, trust or other enterprise. No person falling within the purview of the foregoing sentence may apply for indemnification or advancement of expenses to any court of competent jurisdiction.

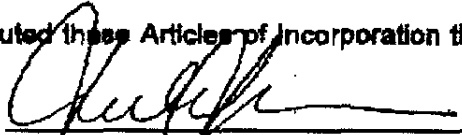
ARTICLE VII - Amendment

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.

ARTICLE VIII - Affiliated Transactions and Control Share Acquisitions

The Corporation hereby elects not to be governed by Section Nine of the Florida Business Corporation Act on Affiliated Transactions and Control Share Acquisitions.

10th The undersigned incorporator has executed these Articles of Incorporation this day of June, 2005.


NEIL TREITMAN

H05000144476 3

H05000144476 3

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

Pursuant to Fla. Stat. §48.091, MEDICALT CORPORATION, desiring to organize under the laws of the State of Florida, hereby designates Neil Traitman located at 5301 Cypress Street, Suite 111, Tampa, Florida 33607, 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 Fla. Stat. §48.091(2) relative to maintaining an office for the service of process.


NEIL TREITMAN

05 JUN 10 AM 9:16

Prepared By:

Tami Lee Latzo, L.A.
Lazo Legal Assisting
14965 Gulf Boulevard
Suite 14
Madras Beach, Florida 33708
Phone: 727-839-1819
Tami@Lazo.com

H05000144476 3