

PO6000003504

(Requestor's Name)

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(City/State/Zip/Phone #)

☐ PICK-UP ☐ WAIT ☐ MAIL

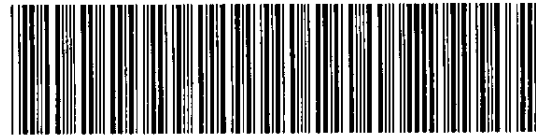
(Business Entity Name)

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*Amended & Restated*

09/08/10--01012--003 \*\*35.00

RECEIVED  
10 SEP - 8 AM 11:48  
DEPARTMENT OF STATE  
DIVISION OF CORPORATIONS  
TALLAHASSEE, FLORIDA

FILED  
2010 SEP - 8 PM 1:32  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

*AR*  
*9/8/10*

## CAPITAL CONNECTION, INC.

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

Medical Life, Inc.

Signature \_\_\_\_\_

Requested by: SETH

09/08/10

11:00

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 \_\_\_\_\_

**AMENDED AND RESTATED ARTICLES OF  
INCORPORATION  
OF  
MEDICAL LIFE, INC.  
P06000003504**

**FILED**

**2010 SEP -8 PM 1:32**

**SECRETARY OF STATE  
TALLAHASSEE, FLORIDA**

Pursuant to the provisions of section 607.1006, Florida Statutes, this Florida for Profit Corporation deletes its current Articles of Incorporation and Amendments thereto in their entirety and adopts the following Amended and Restated Articles of Incorporation.

**FIRST:** The name of the corporation ("Corporation") shall be Medical Life, Inc.

The principal place of business of this corporation shall be 3161 St. John's Bluff Road, South, Suite 2, Jacksonville, Duval County, Florida 32246.

**SECOND:** The duration of the corporation shall be perpetual.

**THIRD:** The purposes for which the Corporation is organized, which shall continue to be the purposes of the Corporation until and if the same be amended pursuant to the provisions of the Florida Business Corporation Act, and which shall include the authority of the Corporation to transact any lawful business for which a corporation may be incorporated under the Florida Business Corporation Act, are as follows:

- A. To provide full-service non-clinical support to medical practices.
- B. To have all of the powers conferred upon corporations organized under the Florida Business Corporation Act and Professional Service Corporation and Limited Liability Company Act.

**FOURTH:** The aggregate number of shares which the Corporation shall have the authority to issue is Ten Thousand (10,000), all of which are of a par value of \$1.00. Two

thousand (2,000) of said shares shall be designated as Class A Voting Stock, the holders of which shall have the exclusive right to vote for directors of the Corporation; Eight Thousand (8,000) of said shares shall be designated as Class B Non-Voting Stock, the holders of which shall have no right to vote for directors of the Corporation.

Each share of stock, regardless of class, shall share equally in the distribution of assets of the Corporation with no preference other than as to the election of directors residing in any class of stock.

**FIFTH:** The address of the initial registered office of the Corporation in the State of Florida is 1000 Riverside Avenue, Suite 115, Jacksonville, County of Duval, Florida 32204; and the name of the initial registered agent of the Corporation at such address is Christopher L. Nuland.

**SIXTH:** The manner in which the directors of the Corporation shall be elected shall be contained in the Bylaws of the Corporation.

The name and address of the initial members of the Board of Directors are:

Nicholas R. Dodaro, M.D.	3162 St. John's Bluff Road South, Suite 2 Jacksonville, FL 32246
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Michael K. Shumer	3162 St. John's Bluff Road South, Suite 2 Jacksonville, FL 32246
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**SEVENTH:** The name and address of the incorporator are as follows:

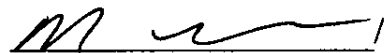
Christopher L. Nuland  
1000 Riverside Avenue, Suite 115  
Jacksonville, FL 32204

**EIGHTH:** The Corporation shall, to the fullest extent permitted by the provisions of the Florida Business Corporation Act, as the same may be amended and supplemented, indemnify any and all persons whom it shall have the power to indemnify under said provisions from and against any and all of the expenses, liabilities, or other matters referred to in or covered by said provisions, and the indemnification provided for herein shall not be deemed exclusive of any other rights to which those indemnified may be entitled under any Bylaw, agreement, vote of disinterested directors, or otherwise, both as to such person's action in such person's official capacity while holding such office, and shall continue as to a person who has ceased to be an officer or director, and shall inure to the benefit of the heirs, executors, and administrators of such a person.

The date of adoption of these Amended and Restated Articles of Incorporation is August 5, 2010.

The Amended and Restated Articles of Incorporation were adopted by the shareholders. The number of votes cast for the Amended and Restated Articles of Incorporation was sufficient for approval.

Dated: August 6, 2010



Michael K. Shumer,  
President