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SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

APPROVED  
AND  
FILED

B. McKnight JAN 24 2008

# TRANSMITTAL LETTER

DEPARTMENT OF STATE  
DIVISION OF CORPORATIONS  
P.O. BOX 1500  
TALLAHASSEE, FLORIDA 32302-1500

1-18-2008

**SUBJECT: TRINITY MEDICAL, INC.**

(Proposed corporate name – must include suffix)

Enclosed is an original and one (1) copy of the Articles of Incorporation and a check for (circle one):

**\$70.00**  
Filing Fee

**\$78.75**  
Filing Fee  
& Certificate

**\$122.50**  
Filing Fee  
& Certified Copy

**\$131.25**  
Filing Fee  
Certified Copy  
& Certificate

**FROM: TRINITY MEDICAL, INC.**  
**PRISCILLA D. BROOKS**  
Name (Printed or Typed)

**607 MILL STREET**  
Address

**WILDWOOD, FLORIDA 34785**  
City, State, Zip Code

**352-217-6331**  
Daytime Telephone Numbers

**352-330-6580**  
Evening Telephone Numbers

x *Priscilla D Brooks*

**NOTE: Please provide the original and one (1) copy of Articles.**

DMM MINISTRIES, INC.

**ARTICLES OF INCORPORATION  
OF  
TRINITY MEDICAL, INC.**

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SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

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**ARTICLE I.**

**1.01 NAME AND ADDRESS.** The name of the Corporation is **TRINITY MEDICAL, INC.**, a for profit Corporation, the mailing and physical address of this Corporation is 607 MILL STREET WILDWOOD, SUMTER COUNTY, FLORIDA 34785.

**ARTICLE II.**

**2.01 DURATION.** The period of duration of the Corporation is perpetual.

**ARTICLE III.**

**3.01 POWERS.** The Corporation is organized for the purpose of transacting any and all useful business.

**3.02 AUTHORITY OF DIRECTORS.** The Board, subject to any Specific written limitations or restrictions imposed by law or by these Articles, shall direct the carrying out of the purposes and exercise the power of the Corporation without previous authorization or subsequent approval by the stockholders of the Corporation.

**ARTICLES OF INCORPORATION  
FOR  
TRINITY MEDICAL, INC.**

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**ARTICLE IV.**

**4.01 STOCK CERTIFICATES.** Certificates of stocks shall be Signed by the President or the Vice-President, jointly with the Secretary and the seal of the Corporation shall be impressed thereon.

**4.02 NUMBER OF AUTHORIZED SHARES.** The aggregate number of shares that the Corporation shall have authority to issue is 8,000 shares of common stock with par value of \$1.00 per share.

**4.03 PRE-EMPTIVE RIGHT.** The holders of shares of this Corporation shall have pre-emptive rights to purchase any shares of the Corporation hereafter issued or any security exchangeable for or convertible Into such shares or any warrants or other instruments evidencing rights or options to subscribe for, purchase, or otherwise acquire such shares.

**4.04 SHARES NOT IN CLASSES.** The shares of the Corporation are not to be divided into classes.

**ARTICLES OF INCORPORATION  
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TRINITY MEDICAL, INC.**

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**4.05 SECTION 1244 STOCK PLAN.** Pursuant to the requirements of section 1244 *Internal Revenue Code* and the regulations issued there under, all of the 8,000 shares of common stock, par value \$1.00 per share, shall be issued under the Section 1244 Stock Plan. The maximum amount to be received by the Corporation in consideration of the stock to be issued pursuant to this plan shall be \$1,000,000.00. Such common stock shall be issued only for money and other property (other than stock and securities). This Corporation qualifies as a Small Business Corporation as defined in Section 1244, *Internal Revenue Service Code* and the regulations there under. Any and all action taken by the Corporation shall qualify the stock offered and issued under the Plan as "Section 1244 Stock", as such term is defined in the *Internal Revenue Service Code* and the regulations there under.

**ARTICLE V.**

**5.01 CUMULATIVE VOTING** At all elections of the Directors of this Corporation, each shareholder shall be entitled to as many votes as shall

**ARTICLES OF INCORPORATION  
FOR  
TRINITY MEDICAL, INC.**

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equal the number of votes which (except for those provisions as to cumulative voting) he would be entitled to count for the election of Directors with respect to his shares and multiplied by the number of Directors to be elected, and he may count all such votes for a single director, or may distribute them among the number to be voted for, or any two or more of them as he may see fit.

**ARTICLE VI.**

**6.01 BYLAWS.** The power to adopt, alter or repeal Bylaws shall be vested in the Board of Directors, except where the shareholders specifically provide in any Bylaw made by them that such Bylaw shall not be altered, amended or repealed by the Board.

**6.02 DIRECTOR CONFLICTS.** Any contract or other transaction between the Corporation and one or more of its Directors, a committee, shareholders or employees, in which they are interested, or between the Corporation and any Corporation or association of which one or more of its Directors and shareholders, members, directors, officers, or employees, or in

**ARTICLES OF INCORPORATION  
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TRINITY MEDICAL, INC.**

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which they are interested, shall be valid for all purposes, notwithstanding the presence of the director or directors at the meeting of the Board of the Corporation that acts upon, or in reference to, the contract or transactions; provided, the interested party does not vote or participate in the action; that the interested party discloses his interest before action is taken, and the contract or transaction is fair and reasonable as to the Corporation at the time it is authorized by the Board, a committee or its shareholders. This Section shall not be construed to invalidate any contract or other transaction that would otherwise be valid under the common and statutory law applicable to it.

**6.03 INDEMNIFICATION AND RELATED MATTERS.** The Corporation shall indemnify any officer or Director, or any former officer or Director, to the full extent permitted by law.

**6.04 REMOVAL OF DIRECTORS.** At a special meeting of the shareholders called expressly for that purpose, directors may be removed in the manner provided by the Bylaws.

**ARTICLES OF INCORPORATION  
FOR  
TRINITY MEDICAL, INC.**

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**6.05 AMENDMENT OF ARTICLES OF INCORPORATION.**

The Corporation reserves the right to amend the Articles in any manner now or hereafter permitted by the law, as provided by the Bylaws.

**ARTICLE VII.**

**7.01 ORGANIZING DIRECTORS.** The initial Board of Directors Shall consist of three (3) Directors. The number of Directors may be either increased or diminished from time to time by the Bylaws. The names and addresses of the initial Directors of this Corporation are:

<b><u>NAME</u></b>	<b><u>ADDRESS</u></b>
<b>PRISCILLA D. BROOKS</b>	<b>607 MILL STREET WILDWOOD, FLORIDA 34785</b>
<b>LATOYA D. JAMES</b>	<b>10202 N.E. 5<sup>TH</sup> STREET OXFORD, FLORIDA 34484</b>
<b>REV. NELSON BROOKS, JR.</b>	<b>607 MILL STREET WILDWOOD, FLORIDA 34785</b>



**ARTICLES OF INCORPORATION  
FOR  
TRINITY MEDICAL, INC.**

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**ARTICLE VIII.**

**8.01 REGISTERED AGENT AND REGISTERED OFFICE.**

The name and address of the initial Registered Agent of the Corporation is **PRISCILLA D. BROOKS** whose mailing address is **607 MILL STREET WILDWOOD, FLORIDA 34785.**

**ARTICLE X.**

**10.01 SUBCHAPTER "S" CORPORATION.** The Corporation is authorized to issue only one (1) class of stock, and all issued stock shall be held on record by not more than thirty five (35) persons. Stock will be issued and transferred only to (a) natural persons, (b) estates, or (c) a trust as described in 25 USCS, & 1361, as amended January 1, 1983, and as Amended in 1988 by PL 100-647, defined as a qualified "Small Business "Small Business Corporation". In addition, no stock shall be issued or transferred to a nonresident alien.

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FOR  
TRINITY MEDICAL, INC.**

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**IN WITNESS WHEREOF**, the undersigned incorporator:

held of record by not more than thirty five (35) persons. Stock will be issued and transferred only to (a) natural person, (b) estates, or (c) a trust as described in 25 USC, &1361, as amended January 1, 1983 and as amended in 1988 by PL100-647, defined a qualified "Small Business Corporation". In addition, no stock shall be issued or transferred to a non-resident alien.

**IN WITNESS WHEREOF**, the undersigned Incorporators have executed these Articles this 18<sup>th</sup> day of January, 2008.

x Priscilla D. Brooks  
**PRISCILLA D. BROOKS**

x L. James  
**LATOYA D. JAMES**

x Rev. Nelson Brooks Jr.  
**REV. NELSON BROOKS, JR.**

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FOR  
TRINITY MEDICAL, INC.**

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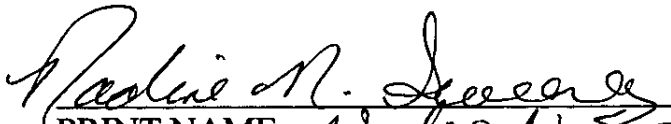
**STATE OF FLORIDA  
COUNTY OF SUMTER**

BEFORE ME, a notary public authorized to take acknowledgments in  
The state and county set forth above, personally appeared **PRISCILLA D.  
BROOKS, LATOYA D. JAMES and REV. NELSON BROOKS, JR.**  
Known to me and known by me to be the persons who executes the  
foregoing Articles of Incorporation and acknowledged to me that they  
executed the Same freely and voluntarily for the uses and purposes therein  
expressed.

WITNESS my hand and official seal this 18 day of Jan. 2008



NADINE N. SWEENEY  
MY COMMISSION # DD 632326  
EXPIRES: January 23, 2011  
Bonded Thru Budget Notary Service

  
PRINT NAME: Nadine N. Sweeney

NOTARY PUBLIC, STATE OF \_\_\_\_\_  
COMMISSION NO.: \_\_\_\_\_  
MY COMMISSION EXPIRES: \_\_\_\_\_



NADINE N. SWEENEY  
MY COMMISSION # DD 632326  
EXPIRES: January 23, 2011  
Bonded Thru Budget Notary Service

DMM MINISTRIES, INC.

**CERTIFICATE OF ACCEPTANCE BY REGISTERED AGENT**

**PRISCILLA D. BROOKS** whose address is 607 MILL STREET  
WILDWOOD, FLORIDA 34785 and whose mailing address is the same,  
is the initial registered agent named in the Articles of Incorporation to  
accept service of process for **TRINITY MEDICAL, INC.**, a corporation  
organized under the laws of the State of Florida hereby accepts such  
appointment as registered agent at the place designated in this certificate.

DATED this 18<sup>th</sup> day of January, 2008

  
**PRISCILLA D. BROOKS**

**DMM MINISTRIES, INC.**

08 JAN 23 PM 1:22  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

APPROVED  
AND  
FILED