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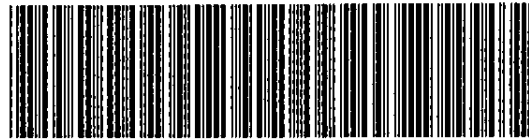
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SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

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## COVER LETTER

Department of State  
New Filing Section  
Division of Corporations  
P. O. Box 6327  
Tallahassee, FL 32314

SUBJECT: McCARDLE DERMATOPATHOLOGY, INC.  
(PROPOSED CORPORATE NAME - MUST INCLUDE SUFFIX)

Enclosed are an original and one (1) copy of the articles of incorporation and a check for:

☐ \$70.00 Filing Fee  
☒ \$78.75 Filing Fee  
& Certificate of Status

☐ \$78.75 Filing Fee  
& Certified Copy  
☐ \$87.50 Filing Fee,  
Certified Copy  
& Certificate of  
Status  
**ADDITIONAL COPY REQUIRED**

FROM: TIMOTHY W. McCARDLE  
Name (Printed or typed)

7615 LAKE CYPRESS DRIVE  
Address

ODESSA, FL 33556  
City, State & Zip

\_\_\_\_\_  
Daytime Telephone number

MEGANBMCCARDLE@YAHOO.COM  
E-mail address: (to be used for future annual report notification)

**NOTE: Please provide the original and one copy of the articles.**

APPROVED  
AND  
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**ARTICLES OF INCORPORATION OF  
MCCARDLE DERMATOPATHOLOGY, INC.**

SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

The undersigned subscriber(s) to these Articles of Incorporation, natural person(s) competent to contract, hereby form a corporation under the laws of the State of Florida.

**ARTICLE I - NAME**

The name of the corporation shall be:

**MCCARDLE DERMATOPATHOLOGY, INC.**

**ARTICLE II - ADDRESS**

The street address of the initial registered office of the corporation shall be:

7615 Lake Cypress Drive  
Odessa, FL 33556

The mailing address of the corporation shall be:

7615 Lake Cypress Drive  
Odessa, FL 33556

**ARTICLE III - NATURE OF BUSINESS**

This corporation may engage in or transact any and all lawful activities or business permitted under the laws of the United States, the State of Florida, or any other state, county, territory or nation.

**ARTICLE IV - CAPITAL STOCK**

The maximum number of shares of stock that this corporation is authorized to have outstanding at any one time is 1,000 shares of common stock having a par value of \$1.00 per share.

**ARTICLE V - DIRECTORS**

This corporation shall have a minimum of 1 director(s). The initial Board of Directors shall consist of:

Timothy W. McCardle, President

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## **ARTICLE VI – REGISTERED AGENT**

The name and street address of the initial Registered Agent for the corporation is:

Margaret B. McCardle  
7615 Lake Cypress Drive  
Odessa, FL 33556

## **ARTICLE VII – INCORPORATORS**

The name and street address of the incorporators are:

Timothy W. McCardle  
7615 Lake Cypress Drive  
Odessa, FL 33556

## **ARTICLE VIII - SPECIAL PROVISIONS**

The stock of this corporation is intended to qualify under the requirements of Section 1244 of the Internal Revenue Code and the regulations issued thereunder. Such actions as may be necessary shall be deemed to have been taken by the appropriate officers to accomplish this compliance.

## **ARTICLE IX-TERM OF EXISTENCE**

This corporation shall exist perpetually.

## **ARTICLE VII - LIMITATION OF LIABILITY**

Each director, stockholder and officer, in consideration for his services, shall, in the absence of fraud, be indemnified, whether then in office or not, for the reasonable cost and expenses incurred by him in connection with the defense of, or for advice concerning any claim asserted or proceeding brought against him by reason of his being or having been a director, stockholder or officer of the corporation or of any subsidiary of the corporation, whether or not wholly owned, to the maximum extent permitted by law. The foregoing right of indemnification shall be inclusive of any other rights to which any director, stockholder or officer may be entitled as a matter of law.

### ARTICLE VIII - SELF DEALING

No contract or other transaction between the corporation and other corporations, in the absence of fraud, shall be affected or invalidated by the fact that any one or more of the directors of the corporation is or are interested in a contract or transaction, or are directors or officers of any other corporation, and any director or directors, individually or jointly, may be a party or parties to, or may be interested in such contract, act or transaction, or in any way connected with such person or person's firm or corporation, and each and every person who may become a director of the corporation is hereby relieved from any liability that might otherwise exist from this contracting with the corporation for the benefit of himself or any firm, association or corporation in which he may be in any way interested. Any director of the corporation may vote upon any transaction with the corporation without regard to the fact that he is also a director of such subsidiary or corporation.

IN WITNESS WHEREOF, the undersigned has hereunto set his hand and seal on this 4<sup>th</sup> day of November, 2011.

Incorporator: Incorporator

Timothy W. McCardle

11/4/2011

Timothy W. McCardle

Date

State of Florida

County of Hillsborough

The foregoing instrument was acknowledged by me this 4<sup>th</sup> day of November, 2011 by: Mary Timothy McCardle who are personally known by me or who have/has produced: FL Driver License as identification and who did not take an oath.

Karen Stollings (SEAL)

Notary Public

State of:

My Commission Expires:



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AND  
FILED

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**DESIGNATION OF AND ACCEPTANCE  
BY REGISTERED AGENT**

SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

The following is submitted in compliance with the laws of the State of Florida.

**MCCARDLE DERMATOPATHOLOGY, INC.**, a corporation organizing under the laws of the State of Florida, with its principal office located at 7615 Lake Cypress Drive, Odessa, FL 33556 has named Margaret McCardle, whose address is 7615 Lake Cypress Drive, Odessa, FL 33556 as its Agent to accept service of process within this State.

**ACCEPTANCE:**

I agree as Registered Agent to accept service of process; to keep the office open during prescribed hours; to post my name (and any other officers of said corporation authorized to accept service of process at the above designated address) in some conspicuous place in the office as required by law.

Registered Agent:

X Margaret B. McCardle  
Margaret B. McCardle  
State of Florida  
County of Hillsborough

The foregoing instrument was acknowledged by me this 4<sup>th</sup> day of November, 2011 by: Margaret McCardle who are personally known by me or who have produced: FL Driver license as identification and who did take an oath.

Karen Stollings (SEAL)  
Notary Public  
State of Florida  
My Commission Expires:

