

P/4000041328

(Requestor's Name)

(Address)

(Address)

(City/State/Zip/Phone #)

☐ PICK-UP ☐ WAIT ☐ MAIL

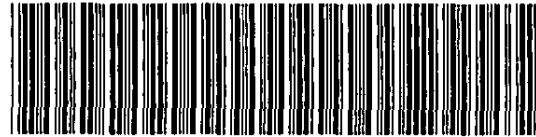
(Business Entity Name)

(Document Number)

Certified Copies \_\_\_\_\_ Certificates of Status \_\_\_\_\_

Special Instructions to Filing Officer:

Office Use Only



200259822552

05/05/14--01001--006 \*\*70.00

RECEIVED  
DEPARTMENT OF STATE  
DIVISION OF CORPORATION  
2014 MAY -2 PM 3:05  
NOT RECORDED  
TO AGENCY  
SUFFICIENCY OF FILING

FILED  
14 MAY -9 AM 8:37  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

W/14- 27920

05/12/14



FLORIDA DEPARTMENT OF STATE  
Division of Corporations

May 5, 2014

*"Resubmit!"*

SUNSHINE CORPORATE & FILING SERVICES, INC.  
ATTN: TINA GOFF  
3458 LAKESHORE DRIVE  
TALLAHASSEE, FL 32312

SUBJECT: IMMUNIZATION ACCESS PROVIDERS, INC.  
Ref. Number: W14000027920

RECEIVED  
DIVISION OF STATE  
CORPORATIONS  
TO ACKNOWLEDGE  
SUFFICIENCY OF FILING

2014 MAY -9 PM 3:38

We have received your document for IMMUNIZATION ACCESS PROVIDERS, INC. and your check(s) totaling \$70.00. However, the enclosed document has not been filed and is being returned for the following correction(s):

The document must contain written acceptance by the registered agent, (i.e. "I hereby am familiar with and accept the duties and responsibilities as Registered Agent.")

Please return the corrected original and one copy of your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 245-6052.

Thomas Chang  
Regulatory Specialist II  
New Filing Section

Letter Number: 514A00009451

## COVER LETTER

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

SUBJECT: Immunization Access Providers, 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: Dina Goff  
Sunshine Corporate & Filing  
Services, Inc.  
3458 Lakeshore Drive  
Tallahassee, FL 32312

Name (Printed or typed)

*We will  
pick up*

Address

City, State & Zip

Re: Rasi 103629

Daytime Telephone number

E-mail address: (to be used for future annual report notification)

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

FILED

14 MAY -9 AM 8:37

SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

**ARTICLES OF INCORPORATION  
OF  
IMMUNIZATION ACCESS PROVIDERS, INC.**

The undersigned, desiring to form a corporation (the "Corporation") under the laws of Florida, hereby adopts the following Articles of Incorporation:

**ARTICLE I  
CORPORATE NAME**

The name of the Corporation is Immunization Access Providers, Inc.

**ARTICLE II  
PURPOSE**

The Corporation shall be organized for any and all purposes authorized under the laws of the State of Florida.

**ARTICLE III  
PERIOD OF EXISTENCE**

The period during which this Corporation shall continue is perpetual.

**ARTICLE IV  
SHARES**

This Corporation is authorized to issue one class of shares of stock to be designated as "Common Stock." The total number of shares of Common Stock which this Corporation is authorized to issue is One Thousand (1,000) shares, par value \$0.001.

**ARTICLE V  
PLACE OF BUSINESS**

The initial address of the principal place of business of this Corporation shall be 999 Ponce de Leon Boulevard, Suite 515, Coral Gables, Florida 33134. The Board of Directors may at any time and from time to time move the principal office of this corporation.

**ARTICLE VI  
DIRECTORS AND OFFICERS**

The business of this Corporation shall be managed by its Board of Directors. The number of such directors shall not be less than one (1) and, subject to such minimum may be increased or decreased from time to time in the manner provided in the Bylaws. The Board of Directors shall be elected at such time and in such manner as provided in the Bylaws.

FILED

14 MAY -9 AM 8:37

SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

## **ARTICLE VII DENIAL OF PREEMPTIVE RIGHTS**

No shareholder shall have any right to acquire shares or other securities of the Corporation except to the extent such right may be granted by an amendment to these Articles of Incorporation or by a resolution of the Board of Directors.

## **ARTICLE VIII AMENDMENT OF BYLAWS**

Anything in these Articles of Incorporation, the Bylaws, or the Florida Corporation Act notwithstanding, bylaws shall not be adopted, modified, amended or repealed by the shareholders of the Corporation except upon the affirmative vote of a simple majority vote of the holders of all the issued and outstanding shares of the Corporation entitled to vote thereon.

## **ARTICLE IX SHAREHOLDERS**

9.1 Inspection of Books. The Board of Directors shall make reasonable rules to determine at what times and places and under what conditions the books of the Corporation shall be open to inspection by shareholders or a duly appointed representative of a shareholder.

9.2 Control Share Acquisition. The provisions relating to any control share acquisition as contained in Florida Statutes now, or hereinafter amended, and any successor provision shall not apply to the Corporation.

9.3 Quorum. The holders of shares entitled to one-third of the votes at a meeting of shareholder's shall constitute a quorum.

9.4 Required Vote. Acts of shareholders shall require the approval of holders of 50.01% of the outstanding votes of shareholders.

## **ARTICLE X LIABILITY AND INDEMNIFICATION OF DIRECTORS AND OFFICERS**

To the fullest extent permitted by law, no director or officer of the Corporation shall be personally liable to the Corporation or its shareholders for damages for breach of any duty owed to the Corporation or its shareholders. In addition, the Corporation shall have the power, in its Bylaws or in any resolution of its stockholders or directors, to undertake to indemnify the officers and directors of this Corporation against any contingency or peril as may be determined to be in the best interests of this Corporation, and in conjunction therewith, to procure, at this Corporation's expense, policies of insurance.

**ARTICLE XI  
INCORPORATOR**

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

Jack Guinan  
999 Ponce de Leon Boulevard, Suite 515  
Coral Gables, Florida 33134

**ARTICLE XII  
CONTRACTS**

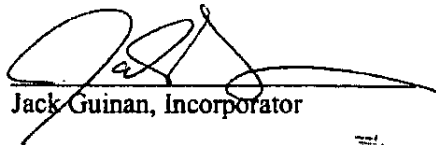
No contract or other transaction between this corporation and any person, firm or corporation shall be affected by the fact that any officer or director of this Corporation is such other party or is, or at some time in the future becomes, an officer, director, or partner of such other contracting party, or has now or hereafter a direct or indirect interest in such contract.

**ARTICLE XIII  
RESIDENT AGENT**

The name and address of the initial resident agent of this Corporation is:

Jack Guinan  
999 Ponce de Leon Boulevard, Suite 515  
Coral Gables, Florida 33134

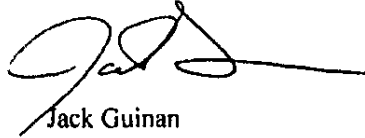
IN WITNESS WHEREOF, I have hereunto subscribed to and executed these Articles of Incorporation on this May 2, 2014.

  
\_\_\_\_\_  
Jack Guinan, Incorporator

FILED  
14 MAY -9 AM 8:37  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

**IMMUNIZATION ACCESS PROVIDERS, INC.**

Having been named as registered agent to accept service of process for the above stated corporation at the place designated in the Articles of Incorporation, I am familiar with and accept the appointment as registered agent and agree to act in this capacity.



Jack Guinan

FILED  
14 MAY -9 AM 8:37  
SECRETARY OF STATE  
HALLMARK BUILDING  
INDIANAPOLIS, IN 46204

{00581937-1 }

"Exhibit A"