

P16000080241

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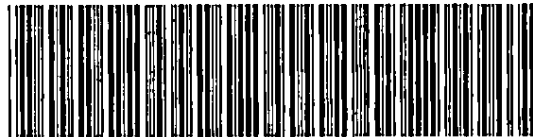
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RHG RAPPEL HEALTH LAW

601 21ST STREET— SUITE 300 — VERO BEACH, FLORIDA — 32960
TELEPHONE: 772.778.8885 — E-MAIL: postmaster@rappelhealthlaw.com

8 March 2018

CERTIFIED MAIL-RETURN RECEIPT REQUESTED

Article Number: 7015 1520 0002 0143 2843

Amendment Section
Division of Corporations
Clifton Building
2661 Executive Center Drive
Tallahassee, Florida 32301

Re: ULTRA-DX, LLC
Document Number: P16000080241

Dear Madam/Sir:

Please find enclosed Articles of Amendment for ULTRA-DX, LLC, , and a fee check in the amount of Forty-Three and 75/100ths Dollars (\$43.75) for Filing Fees, and a Certified Copy, which are being submitted pursuant Section 607.1006, *Florida Statutes*.

Please return all correspondence concerning this matter to:

Robert Rappel, DO, JD
Rappel Health Law Group, PL
601 21st Street, Suite 300
Vero Beach, Florida 32960
Telephone: 772.778.8885
Electronic Correspondence: dr@rappelhealthlaw.com

Should you have any questions regarding the above, please contact us at your convenience.

Very truly yours,

RAPPEL HEALTH LAW GROUP
A Professional Limited Liability Company



ROBERT RAPPEL, D.O., J.D.
For the Firm

/dr

Enclosures: as stated

cc: Carl A. Gambino, Jr., President
correspondence to doc interest exchange & amended articles of org

ROBERT RAPPEL, D.O., J.D. *+ | CRAIG M. RAPPEL, ESQ. *§0

| *MEMBER FLORIDA AND DC BAR | + BOARD CERTIFIED HEALTH LAW ATTORNEY |

| § MEMBER OF LAW SOCIETY OF ENGLAND & WALES, SRA NO. 492691 |

ARTICLES OF AMENDMENT TO THE
ARTICLES OF INCORPORATION
OF
ULTRA-DX, INC.

1. All the provisions of the Articles of Incorporation and Registered Agent of **ULTRA-DX, INC.**, a Florida corporation (the "Corporation"), filed with the Secretary of State on September 30, 2016, and amended on March 1, 2018, Document Number P16000080241, be, and are hereby amended, pursuant to Florida Statutes, Chapter 607.

"The undersigned, as Secretary of **ULTRA-DX, INC.**, a Florida corporation, does hereby certify that the following restatement and amendments to the Articles of Incorporation of this corporation were duly adopted by unanimous written consent of the Stockholders and Directors as authorized by the Florida Business Corporation Act on the 1st day of March 2018.

RESOLVED, that the Articles of Incorporation of **ULTRA-DX, INC.** be amended by a Certificate of Amendment, prepared in accordance with the applicable statutes, and signed by the Secretary of this Corporation. Said Certificate of Amendment of the Articles of Incorporation of this Corporation is amended to read in its entirety as follows:

ARTICLE I

The name of this corporation is:

MILO GROUP INVESTMENTS, INC.

ARTICLE II

The corporation is organized for the purpose of transacting any and lawful business.

ARTICLE III

The maximum number of shares of stock that this Corporation is authorized to have outstanding at any one time is one thousand (1,000) shares of common stock, having a nominal or par value of \$0.001 per share.

ARTICLE IV

The amount of capital with which this Corporation will begin business is One Thousand Five Hundred and 00/100th Dollars (\$1,500.00).

ARTICLE V

RAPPEL HEALTH LAW GROUP, PL
Robert Rappel, D.O., Esq.
601 21st Street, Suite 300
Vero Beach, Florida 32960
772-778-8885 ,Fax 772.453-2701
Florida Bar No. 0015156

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This Corporation is to exist perpetually.

ARTICLE VI

The street address of the principal place of business of the Corporation is 222 Andalusia, Drive, Palm Beach Gardens, Florida 33418. The street address of the Registered Agent's office of this Corporation is 601 21st Street, Vero Beach, Florida 32960. The name of the Registered Agent of this Corporation located at this address is DEC Consultants, Inc.

ARTICLE VII

This corporation may have up to three (3) directors. The number of directors of this corporation may be increased or diminished from time to time by Bylaws adopted by the stockholders but shall never have less than one (1) director.

ARTICLE VIII

The names and address of the Directors of this corporation who shall hold office until new successors are elected and qualified are:

NAME

ADDRESS

Carl A. Gambino, Jr.

222 Andalusia Drive
Palm Beach Gardens, Florida 33418

ARTICLE IX

Special provisions for the regulations of this corporation are:

1. Annual meeting of the stockholders and directors of this corporation shall be fixed by the Bylaws.
2. Any meeting of the stockholders and the board of directors may be held either within or without the State of Florida, without notice by the written consent of all of the stockholders or directors as the case may be.
3. The directors of the corporation are expressly authorized to accept in payment for the capital stock of the corporation, real or personal property of any kind or nature, including accounts receivable, inventories of raw materials, or finished products, furniture, fixtures, automotive equipment, machinery, buildings, or any other items of real or personal property of value to the corporation. The value placed upon said property shall be deemed conclusive and shall be binding upon the directors, officers and upon the present and future stockholders of the corporation.

ARTICLE X

No contracts or other transactions between the corporation and any other corporation and no act of this corporation shall be in any way affected or invalidated by the fact that any of the directors of

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the corporation are pecuniary or otherwise interested in, or are directors of or officers of such other corporation; any director individually, or any firm of which any director may be a member, may be a party to or may be pecuniary or otherwise interested in, any contract or transaction of the corporation, provided that the fact that he or such firm is so interested shall be disclosed or shall have been known to the Board of Directors or a majority thereof; and any such director of the corporation who is so interested may be counted in determining the existence of a quorum at any meeting of the Board of Directors of the corporation which shall authorize such contract or transaction with like force and effect as if he were not such director or officer of such other corporation or not so interested; and each and every person who may become a director of this corporation is hereby relieved from any liability that might otherwise exist from contracting with the corporation for the benefit of himself or any firm or corporation in which he may be in any wise interested.

ARTICLE XII

1. The corporation shall indemnify any and all of its directors or officers or former directors or officers or any person who may have served at its request as a director or officer of another corporation in which it owns shares of capital stock or of which it is a creditor, against expenses actually and necessarily incurred by them in connection with the defense of any action, suit or proceeding in which they, or any of them, are made parties or a party, by reason of being or having been directors or officers, or a director or officer of the corporation, or of such other corporations, except in relation to matters as to which any such directors or officers or former directors or officers or persons shall be adjudged in such action suit or proceeding to be liable for negligence or misconduct in the performance of duty.

2. In case of a criminal action, suit or proceeding a conviction or judgment (whether based on a plea of guilty or nolo contendere or its equivalent, or after trial), shall not be deemed as adjudication that such director or officer or person is liable for negligence or misconduct in the performance of his duties, if such director or officer or person was acting in good faith, in what he considered to be the best interests of the corporation and with no reasonable cause to believe that the action was illegal.

3. In case any such action, suit or proceeding shall result in a settlement, and if in the judgment of a disinterested majority of the Board of Directors or of any disinterested committee or group of persons to whom the question may be referred by the Board of Directors, any such person was not negligent or guilty of bad faith in relation to the matters complained of herein, the corporation shall reimburse him or indemnify him for or against all costs and expenses reasonably incurred by him in connection therewith, other than for any sums paid to the corporation.

4. Such indemnification shall not be deemed exclusive of any rights to which these indemnified may be entitled under any Bylaw, agreements, vote of stockholders, or otherwise.

5. The Corporation shall have the power to purchase and maintain insurance on behalf of any person who is or was a director, officer, employee or agent of the Corporation, or is or serving at the request of the Corporation as a director, officer, employee or agent of another corporation, partnership, joint venture, trust or other enterprise, against any liability asserted against him and incurred by him in any such capacity, as arising out of his status as such, whether or not the Corporation would have the power to indemnify him against such liability under the provisions of this Article.

ARTICLE XIII

RAPPEL HEALTH LAW GROUP, PL
Robert Rappel, D.O., Esq.
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Florida Bar No. 0015156

No stockholder of this corporation shall, because of his ownership of any of the capital stock of the corporation have a pre-emptive or other right to purchase, subscribe for, or otherwise acquire any portion of any issue of capital stock or debt of the corporation, whether in the form of capital stock, promissory notes, debentures, bonds, or other securities convertible into or carrying options or warrants for the purchase of capital stock of the corporation which may be issued, optioned or sold by the corporation subsequent to the filing of these Articles of Incorporation. All or any portion of the capital stock of this corporation and any promissory notes, debentures, bonds or other securities convertible into or carrying options or warrants to purchase any of the authorized stock of this corporation may, at any time, from time to time, be issued, optioned, sold or disposed of to such person and upon such terms and conditions in any manner permitted by law without first offering any of such stock, promissory notes, debentures, bonds or other securities, or any part thereof, to existing stockholder(s) of the corporation.

ARTICLE XIV

These Articles of Incorporation may be amended in the manner approved by law. Every amendment shall be approved by the Board of Directors, proposed by them to the stockholders and approved in the stockholders' meeting by a majority of the stock entitled to vote thereof, unless all of the directors and all of the stockholders sign a written statement manifesting their intention that a certain amendment to these Articles of Incorporation be made."

2. I, the undersigned do hereby acknowledge and accept substitution appointment as Registered Agent of ULTRA-DX, INC.



DEC CONSULTANTS, INC.

By: _____
Robert Rappel, President

3. The foregoing Amendments were adopted by a Corporate Action by all the Directors and Shareholders of this Corporation, effective as of March 1, 2018."

IN WITNESS WHEREOF, the undersigned, being the Secretary of this Corporation, has executed these Articles of Amendment as of March 1, 2018.

ULTRA-DX, INC.


By: _____
Carl A. Gambino, Jr., Secretary

[ACKNOWLEDGEMENT TO FOLLOW]

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772-778-8885 ,Fax 772.453-2701
Florida Bar No. 0015156

Acknowledgement

STATE OF FLORIDA)
) SS:
COUNTY OF INDIAN RIVER)

The foregoing instrument was acknowledged before me this 2nd day of March 2018, by Robert Rappel, President of DEC CONSULTANTS, INC., a Florida corporation, on behalf of the corporation. He is personally known to me.



NOTARY PUBLIC STATE OF FLORIDA

My commission expires:

STATE OF FLORIDA)
) SS:
COUNTY OF INDIAN RIVER)



Brook Gentile
Commission # GG111212
Expires: June 4, 2021
Bonded thru Aaron Notary

The foregoing instrument was acknowledged before me this 2nd day of March 2018, by Carl A. Gambino, Jr., Secretary and Director of ULTRA-DX, INC., a Florida corporation, on behalf of the corporation. She is personally known to me.



NOTARY PUBLIC STATE OF FLORIDA

My commission expires:



Brook Gentile
Commission # GG111212
Expires: June 4, 2021
Bonded thru Aaron Notary

amended and restated articles of incorporation

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