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Division of Corporations

Fax Number : (850)617-6381

From:

Account Name : LAW OFFICE OF TIMOTHY C. SCHULER

Account Number: I19990000239 Phone : (727)398-0011 Fax Number : (727)319-6300

\*\*Enter the email address for this business entity to be used for future annual report mailings. Enter only one email address please.\*\*

Email Address:

nicki@timschulerlaw.com

# # FLORIDA PROFIT/NON PROFIT CORPORATION

Integrity Medical Consulting, Inc.

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#### ARTICLES OF INCORPORATION

OF

## INTEGRITY MEDICAL CONSULTING, INC.

## ARTICLE 1: NAME AND MAILING ADDRESS

The name of this Corporation is INTEGRITY MEDICAL CONSULTING, INC., and its principal office or mailing address is 120 Medical Boulevard, Suite 103, Spring Hill, Florida 34609.

## ARTICLE 2: DURATION

This Corporation shall exist perpetually, commencing as of the date of acceptance and filing of these Articles by the Secretary of State of the State of Florida.

## ARTICLE 3: PURPOSE

This Corporation is organized for the purpose of transacting any and all lawful business.

## ARTICLE 4: CAPITAL STOCK

This Corporation is authorized to issue 20,000 shares of \$1.00 par value common stock, 10,000 of which are voting shares and 10,000 are non-voting shares.

#### ARTICLE 5: INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial registered office of this Corporation is 120 Medical Boulevard, Suite 103, Spring Hill, Florida 34609, and the name of the initial registered agent is John T. Grove.

### ARTICLE 6: INITIAL BOARD OF DIRECTORS

This Corporation initially shall have one (1) director. The number of directors may be either increased or diminished from time to time as provided in the Bylaws but shall never be less than one. The names and addresses of the initial directors Corporation are:

> NAME John T. Grove

ADDRESS

ADDRESS
120 Medical Boulevard, Suite 103, Spring Hill, Florida 34609  $^{\rm tree}_{573}$ 

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## ARTICLE 7: INCORPORATOR

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

ADDRESS

John T. Grove

120 Medical Boulevard, Suite 103, Spring Hill, Florida 34609

## ARTICLE 8: PREEMPTIVE RIGHTS

Each holder of the common stock of this Corporation shall have the first right (subject to adjustments to avoid the issuance of fractional shares) to purchase shares of any other securities that this Corporation may issue from time to time, whether or not such shares are presently authorized, including shares from the treasury of this Corporation, in the ratio that the number of shares of common stock held by such shareholder at the time of issue then bears to the total number of shares of common stock then outstanding. This right is waived by any holder of the common stock who does not exercise it and pay for the stock available for purchase pursuant to such preemptive rights, within 30 days of his receipt of a written notice from this Corporation inviting him to exercise such right.

#### ARTICLE 9: INDEMNIFICATION

The Corporation shall indemnify any officer or director, or any former officer or director, to the full extent permitted by law.

## ARTICLE 10: BYLAWS

The initial Bylaws shall be adopted by the Board of Directors. The power to alter, amend or repeal the Bylaws or adopt new Bylaws is vested in the Board of Directors, subject to repeal or change by action of the shareholders.

#### ARTICLE 11: AMENDMENT

This Corporation reserves the right to amend or repeal any provisions contained in these Articles of Incorporation, or any amendment thereto, and any right conferred upon the shareholders is subject to this reservation.

IN WITNESS WHEREOF, the undersigned has executed these sles of Incorporation this 4 day of May, 2017. Articles of Incorporation this \_\_\_ day of May, 2017.

05/08/2017 10:58am

TIMOTHY SCHULER

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Page 04/04

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JOHN T. GROVE

"Incorporator"

#### ACCEPTANCE BY REGISTERED AGENT

Having been named to accept service of process for the above-named corporation at a place designated in these Articles of Incorporation, I hereby accept to act in this capacity, and agree to comply with the provisions of Chapter 48.091, Florida Statutes, relative to keeping open said office for service of process.

Dated this  $\checkmark$  day of May, 2017.

JOHN T. GRØVE, Registered Agent