

P17000097724

(Requestor's Name)

(Address)

(Address)

(City/State/Zip/Phone #)

☐

PICK-UP

☐

WAIT

☐

MAIL

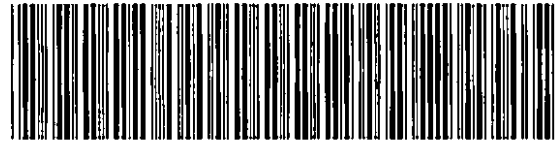
(Business Entity Name)

(Document Number)

Certified Copies _____ Certificates of Status _____

Special Instructions to Filing Officer:

Office Use Only



700322000017

01/09/13--01020--004 **70.00

FILED
2019 JAN -3 PM 4:52
TALLAHASSEE, FLORIDA

1/15/19 DS

TRANSMITTAL LETTER

TO: Amendment Section
Division of Corporations

SUBJECT: ELEVATE MEDICAL, INC.
(Name of Corporation)

DOCUMENT NUMBER: P17000097729

The enclosed Officer/Director Resignation for a Corporation and fee are submitted for filing.

Please return all correspondence concerning this matter to the following:

Douglas L. Rankin, Esq.
(Name of Person)

(Name of Firm/Company)

2335 Tamiami Trail No., #308
(Address)

Naples, FL 34103
(City/State and Zip Code)

For further information concerning this matter, please call:

Douglas L. Rankin at (239) 262-0061
(Name of Person) (Area Code & Daytime Telephone Number)

Enclosed is a check for \$35.00 made payable to the Florida Department of State.

Mailing Address:
Amendment Section
Division of Corporations
P.O. Box 6327
Tallahassee, FL 32314

Street Address:
Amendment Section
Division of Corporations
2661 Executive Center Circle
Tallahassee, FL 32301

FILED
2019 JAN - 3 PM 4 52
TALLAHASSEE, FLORIDA

**STATEMENT OF CHANGE OF REGISTERED OFFICE OR REGISTERED AGENT OR
BOTH FOR CORPORATIONS**

Pursuant to the provisions of sections 607.0502, 617.0502, 607.1508, or 617.1508, Florida Statutes, this statement of change is submitted for a corporation organized under the laws of the State of Florida in order to change its registered office or registered agent, or both, in the State of Florida.

1. The name of the corporation: ELEVATE MEDICAL, INC.
2. The principal office address: 26236 Hickory Blvd., Unit 18, Bonita Springs, FL 34134

3. The mailing address (if different): _____

4. Date of incorporation/qualification: 12/11/2017 Document number: P17000097729

5. The name and street address of the current registered agent and registered office on file with the Florida Department of State: (If resigned, enter resigned)

Jason Matthew Deatherage

2349 Vanderbilt Beach Rd., Ste. 508

Naples, FL 34109

6. The name and street address of the new registered agent (if changed) and /or registered office (if changed):

Douglas L. Rankin, Esq.

2335 Tamiami Trail No., Ste. 308

P.O. Box NOT acceptable

Naples, FL 34103

The street address of its registered office and the street address of the business office of its registered agent, as changed will be identical.

Such change was authorized by resolution duly adopted by its board of directors or by an officer so authorized by the board, or the corporation has been notified in writing of the change.

R. Taylor president
Signature of an officer or director

Robert Taylor president
Printed or typed name and title

I hereby accept the appointment as registered agent and agree to act in this capacity. I further agree to comply with the provisions of all statutes relative to the proper and complete performance of my duties, and I am familiar with and accept the obligation of my position as registered agent. Or, if this document is being filed merely to reflect a change in the registered office address, I hereby confirm that the corporation has been notified in writing of this change.

[Signature]
Signature of Registered Agent

12/27/18
Date

If signing on behalf of an entity:

Typed or Printed Name

*** FILING FEE: \$35.00 ***

MAKE CHECKS PAYABLE TO FLORIDA DEPARTMENT OF STATE
MAIL TO: DIVISION OF CORPORATIONS, P.O. BOX 6327, TALLAHASSEE, FL 32314

NOTICE OF SPECIAL BOARD MEETING OF
ELEVATE MEDICAL, INC.

COMES NOW, Robert Taylor and Dr. Joseph Kueter, a majority of the Board of Elevate Medical, Inc. and hereby pursuant to Florida Statute 607.0822, 607.0820, 607.0824 and 607.0842, since the bylaws for this corporation were never signed, we hereby call a meeting of the Board of Directors of this company for the purpose of replacing the President and electing other Officers for this company and do hereby give notice of a special meeting of the Board of Directors of this company on the 21st day of December, 2018 at 10:00 am (EST) at the following location in Collier County, Florida:

Law Office of Douglas L. Rankin
2335 Tamiami Trail N., Ste 308
Naples, FL 34109

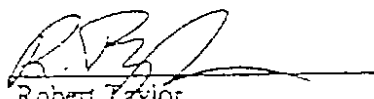
The parties may attend this special meeting in person or by telephone using the following phone number:

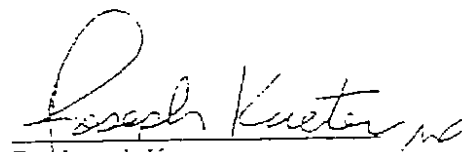
Phone number: 1-866-678-6823

Access code: 6746437#

This meeting will be governed by the above Florida Statutes and other applicable statutes that say any Officer may be removed by the Board of Directors at any time with, or without cause including the President.


Signed on 11th day of December, 2018.


Robert Taylor
1512 Hwy 67 S, Ste E
Pocahontas Arkansas


Dr. Joseph Kueter
2401 Abbey Rd
Jonesboro AR 72401

Certificate of Service

I certify the above notice was delivered to Jeremy Mitchell, 26236 Hickory Blvd., Unit 18, Bonita Springs, Florida 34134; Jeremy Mitchell 2343 Vanderbilt Beach Rd. Ste 624, Naples, FL 34109; E. James Kurnik II, Esq., 700 5th Ave S #200, Naples, FL 34102 Fax 262-0313 jkurnik@kurniklaw.com on December 13th, 2018 via Certified Mail, Regular Mail and faxing and email.


Douglas L. Rankin, FL Bar 0365068

Minutes of SPECIAL BOARD MEETING ELEVATE MEDICAL, INC.

December 21, 2018

Attorney Douglas Rankin called in to the published phone number at 9:56 am and was physically present at 2335 Tamiami Trail N., Ste 308, Naples, FL 34103 for the Special Board Meeting of Elevate Medical, Inc. and waited until 10:10a.m. to call the meeting to order waiting for Jeremy Mitchell and his counsel to either physically appear or for them to attend on the published phone number.

Douglas Rankin announced that he knew Jeremy Mitchell and his counsel was aware of the meeting and knew of the notices because of the attached email exchange.

Meeting was called to order on December 21, 2018 at 10:10 a.m.

Those in attendance and constitute a quorum were:

Doctor Joseph Kueter
Robert Taylor

Absent: Jeremy Mitchell

Others present: Attorney Douglas Rankin
Lori Shaffer Denney

Attorney Douglas Rankin: 00:00 All right, uh, we are now recording this meeting everybody consent.

Dr. Kueter: 00:07 Yes

Robert Taylor: 00:08 I do.

Attorney Douglas Rankin: 00:08 All right. Would we please identify who's on the call?

Dr. Kueter: 00:11 Doctor Joseph Kueter

Attorney Douglas Rankin: 00:15 And

Robert Taylor: 00:17 Robert Taylor.

Attorney Douglas Rankin: 00:18 Alright, and this Attorney Doug Rankin and my Paralegal Lori right now. Lori, what does the computer say? What time it is?

Lori Denney: 00:26 10:10am

Meeting called to order:

Attorney Douglas Rankin: 00:27 And that's what time my phone also says and we're recording this on my phone. All right. We are holding a Special Meeting of the Board of Directors of Elevate Medical, Inc. We know the other side has a notice because they sent umm

2018 JAN -3 PM 9:52
ELEVATE MEDICAL, INC.
ATTORNEY DOUGLAS RANKIN
PARALEGAL LORI SHAFER DENNEY

various emails last night and what we're going to do at this point if we could please, I'm going to call this meeting to order and I would like to ask if the two gentlemen on the phone did you asked me to call a, without waiving any privileges, asked me to call a Special Meeting of the Board of Directors of Elevate Medical.

Dr. Kueter: 01:13 Yes it's Elevate Medical.
Attorney Douglas Rankin: 01:14 Alright. And Elevate Medical. Sorry. And is each of you a Director of this organization?
Attorney Douglas Rankin: 01:24 Hello?
Robert Taylor: 01:27 I am a Director and I did ask for this meeting to be called
Attorney Douglas Rankin: 01:29 Alright and the other gentlemen is a Director also.
Dr. Kueter: 01:34 Yes I am
Attorney Douglas Rankin: 01:34 All right and who is the only other Director that you are aware of this company?
Attorney Douglas Rankin: 01:43 Hello
Dr. Kueter: 01:45 Ill Let you answer ok,
Attorney Douglas Rankin: 01:48 Alright.
Robert Taylor: 01:48 Jeremy Mitchell
Attorney Douglas Rankin: 01:51 Alright and uh, we did cause notice to be sent of this meeting back on December 12th. Correct.
Robert Taylor: 02:00 Yes, sir.
Attorney Douglas Rankin: 02:00 Alright and do you two constitute a majority of this Board?
Robert Taylor: 02:07 Yes we do

2019 JAN - 17 PM 09:52
CALIFORNIA
FBI
LOS ANGELES
1-1-19

Motion called to ratify the calling of the meeting

Attorney Douglas Rankin: 02:07 All right. And um, do you now the purpose of this meeting was called to remove and replace the President of this company. Do we have. First of all, do we have a motion to ratify the calling of this meeting?
Robert Taylor: 02:30 I take that motion
Attorney Douglas Rankin: 02:31 Alright. And is the other gentleman seconded.
Dr. Kueter: 02:35 I Do.
Attorney Douglas Rankin: 02:36 All in favor.
Dr. Kueter: 02:40 Aye
Robert Taylor: 02:41 Aye

Motion called to remove Jeremy Mitchell of President of the company

Attorney Douglas Rankin: 02:41 All right. Uh, now we have a. Do we have a motion to remove the President of the company? Jeremy Mitchell.
Robert Taylor: 02:52 I make that motion
Attorney Douglas Rankin: 02:52 Do we have a second?
Dr. Kueter: 02:55 yes

Attorney Douglas Rankin: 02:55 Do we have any discussion? Alright. All those in favor.
 Dr. Kueter: 03:05 Aye
 Robert Taylor: 03:05 Aye

Motion called to replace Jeremy Mitchell of President of the company and nominate new President of the company to be Rob Taylor

Attorney Douglas Rankin: 03:06 Alright. Do we have a motion to replace Jeremy Mitchell is President
 Robert Taylor: 03:17 I make that motion
 Attorney Douglas Rankin: 03:18 Which one of you or who is going to be the new President of the company?
 Dr. Kueter: 03:26 Rob Taylor
 Attorney Douglas Rankin: 03:29 Sorry.
 Robert Taylor: 03:34 I second the motion that Rob Taylor become President.
 Attorney Douglas Rankin: 03:37 All right, good. All right. There's been a motion made and seconded that Rob Taylor be the new president of the company. Is there any further discussion about this motion? You're hearing none. All in favor?
 Dr. Kueter: 03:52 Aye
 Robert Taylor: 03:52 Aye
 Attorney Douglas Rankin: 03:52 All right.

Motion to reflect changes in Sunbiz

Attorney Douglas Rankin: 03:55 Do you authorize me as a majority of the directors of this company to go on to sun biz and re-title sunbiz to reflect that there are three directors and that Rob Taylor is the President and that Jeremy Mitchell is nothing but a Director.
 Robert Taylor: 04:20 I authorize that
 Attorney Douglas Rankin: 04:21 Alright. And is that second.
 Dr. Kueter: 04:25 Yes I second
 Attorney Douglas Rankin: 04:25 Alright, any discussion about these matters? All right, all in favor.
 Dr. Kueter: 04:36 Aye
 Robert Taylor: 04:36 Aye

Motion for new President to take all necessary steps to take control of the company from Jeremy Mitchell

Attorney Douglas Rankin: 04:36 Alright. Motion passes to another director not present. And then I'm at this point we will then move forward, uh, to uh, do you the directors authorize the new president to take all necessary steps to take control of the company from Jeremy Mitchell.
 Robert Taylor: 05:03 I authorize that.
 Attorney Douglas Rankin: 05:03 Do we have a second?
 Dr. Kueter: 05:05 Yes sir.

Attorney Douglas Rankin: 05:06 All in favor.
 Dr. Kueter: 05:10 Aye
 Robert Taylor: 05:11 Aye
 Attorney Douglas Rankin: 05:11 Alright. Alright. Now as far as we know, is there currently a Secretary or Treasurer of this company but this was special meetings so I think we'll leave it at that for now. All right. So that's what we called it four. Alright. And uh, do we have any further business for this meeting?

Motion to nominate Dr. Kueter as Vice President

Robert Taylor: 05:32 Can we go ahead and nominate Dr. Kueter as the Vice-President.
 Attorney Douglas Rankin: 05:36 Well, we didn't technically notice that we really don't need it at the moment. So let's just leave it at that. President's the chief cook and bottle washer he gets. Oh I know, it says other officers. Okay. Um, all right. Are we aware if there's any other officers of this company?
 Robert Taylor: 05:55 I would like to raise the motion to make Dr. Kueter as the Vice-President of Elevate Medical.
 Attorney Douglas Rankin: 06:01 Alright. Do we have a second?
 Dr. Kueter: 06:05 Second for me.
 Attorney Douglas Rankin: 06:06 All right. Any further discussion? All in favor. Alright.
 Dr. Kueter: 06:14 Aye
 Robert Taylor: 06:14 Aye

Motion remove any existing Secretary and Treasurer and nominate Rob Taylor

Attorney Douglas Rankin: 06:14 Do we have a second? Do we want to go into the only other offices would be secretary and treasurer. Uh, you as president, or you as vice president? Either one of you can also hold those offices. Do we have a motion to remove to remove whoever may be serving in those offices and replace them with which one of you?
 Dr. Kueter: 06:45 I make that motion and I motion Mr. Rob Taylor
 Attorney Douglas Rankin: 06:46 All right, do we have a second?
 Robert Taylor: 06:49 I second that
 Attorney Douglas Rankin: 06:49 Alright. All in favor.
 Dr. Kueter: 06:54 Aye
 Robert Taylor: 06:54 Aye

Motion to remove

Attorney Douglas Rankin: 06:54 All right. And I don't think we have any discussion on that. All right. And uh, we also need this in case a motion that would there be any other officers of this company they are hereby removed. Do we have a motion to that effect?

Robert Taylor:
Attorney Douglas Rankin:
Dr. Kueter:
Attorney Douglas Rankin:
Dr. Kueter:
Robert Taylor:
Attorney Douglas Rankin:

07:07 I make that motion
07:11 Alright, do we have a second.
07:14 I second that
07:15 All in favor?
07:19 Aye
07:20 Aye
07:20 Motion carried. Alright, what is the time right now?
Pursuant to my cell phone is 10:17 AM eastern and pursuant to
the same exact thing on the computer. So at this point, I don't
think we already further official business of this meeting and uh,
it's now up to us to start carrying this out. And uh, so the first
thing we're gonna do is we're gonna go ahead and change sun
biz and then we're going to go ahead and then take action. Not
obviously today because, you know, I try and get the sheriff's
department out there today. They're going to have my head,
uh, anyway. Well we'll make that a right after Christmas
anyway. So we'll talk further about this, uh, with, uh, I'll talk
further about with this, with the officers in their capacity as
officers, not as directors, but the director is at this have
authorized this and no further business. Do we have? Excuse
me,

Attorney Douglas Rankin:
Lori Denney:
Attorney Douglas Rankin:
Lori Denney:
Attorney Douglas Rankin:

08:39 Uh, we'll see
08:41 Lee County
08:41 This is Lee County, right?
08:42 Yeah.
08:45 Yeah. Well, when they find out what's been going on,
we won't. They don't want to get involved in that. It's in Lee
county. It's too big. We'll tell them. We'll discuss that off the
minutes of the meeting or do I have a motion to adjourn the
official meeting?

Dr. Kueter:
Attorney Douglas Rankin:
Robert Taylor:
Attorney Douglas Rankin:
Dr. Kueter:
Robert Taylor:
Attorney Douglas Rankin:

08:58 I make that motion
09:00 any
09:01 I second
09:03 Any further discussion? All in favor.
09:04 Aye
09:04 Aye
09:04 Alright Aye

Meeting adjourned 10:17 a.m.