

P94000093210

Greenberg

Requestor's Name

Address

Michell

405-8526

City/State/Zip

Phone #

Office Use Only

CORPORATION NAME(S) & DOCUMENT NUMBER(S), (if known):

1. Ivanhoe Medical Systems, Inc. P94-93210
(Corporation Name) (Document #)

2. _____
(Corporation Name) (Document #)

3. _____
(Corporation Name) (Document #)

4. _____
(Corporation Name) (Document #)

☐ Walk in

☐ Pick up time _____

☒ Certified Copy

☐ Mail out

☐ Will wait

☐ Photocopy

☐ Certificate of Status

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
98 APR 16 PM 1:42

NEW FILINGS	
<input type="checkbox"/>	Profit
<input type="checkbox"/>	NonProfit
<input type="checkbox"/>	Limited Liability
<input type="checkbox"/>	Domestication
<input type="checkbox"/>	Other

AMENDMENTS	
<input checked="" type="checkbox"/>	Amendment
<input type="checkbox"/>	Resignation of R.A., Officer/ Director
<input type="checkbox"/>	Change of Registered Agent
<input type="checkbox"/>	Dissolution/Withdrawal
<input checked="" type="checkbox"/>	Merger

OTHER FILINGS	
<input type="checkbox"/>	Annual Report
<input type="checkbox"/>	Fictitious Name
<input type="checkbox"/>	Name Reservation

REGISTRATION/ QUALIFICATION	
<input type="checkbox"/>	Foreign
<input type="checkbox"/>	Limited Partnership
<input type="checkbox"/>	Reinstatement
<input type="checkbox"/>	Trademark
<input type="checkbox"/>	Other

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-04/17/98-01066-007
*****87.50 *****87.50

Amend
to
Articles
SF
4/17/98

RECEIVED
98 APR 17 AM 11:28

Examiner's Initials



FLORIDA DEPARTMENT OF STATE

Sandra B. Mortham
Secretary of State

April 16, 1998

GREENBERG, TRAURIG, ET AL

TALLAHASSEE, FL

SUBJECT: IVANHOE MEDICAL SYSTEMS, INC.
Ref. Number: P94000093210

We have received your document for IVANHOE MEDICAL SYSTEMS, INC. and check(s) totaling \$175.00. However, your check(s) and document are being returned for the following:

It is not necessary to file both the Amendment and Amended & Restated Articles of Incorporation. However, if you wish to file both, please make the correction and return the document to this office.

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 for said corporation/limited liability company"); and the registered agent's signature.

If you have any questions concerning this matter, please either respond in writing or call (850) 487-6905.

Thelma Lewis
Corporate Specialist Supervisor

Letter Number: 098A00020466

**ARTICLES OF AMENDMENT
TO
ARTICLES OF INCORPORATION
OF
IVANHOE MEDICAL SYSTEMS, INC.**

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DIVISION OF CORPORATIONS
98 APR 1 PM 1:42

Pursuant to Sections 607.1003 and 607.1006 of the Florida Business Corporation Act, the undersigned hereby adopts the following to its Articles of Incorporation:

1. The name of the corporation is IVANHOE MEDICAL SYSTEMS, INC.
2. The Articles of Incorporation of this corporation are hereby amended as follows:
 - (i) Article 4 of the corporation's Articles of Incorporation shall be amended in its entirety as follows:

"4. The maximum aggregate number of shares of common stock, par value of \$1.00 per share (the "Common Stock"), that this corporation shall have authority to issue is 100,000 shares. Each share of Common Stock (the "Old Common Stock") issued and outstanding on the date of filing of the Articles of Amendment to these Articles of Incorporation (the "Effective Date") is hereby reclassified and changed on the following basis: each one share of Old Common Stock is hereby converted into 1.9 fully paid and non-assessable shares of Common Stock (the "New Common Stock") (the one for 1.9 conversion is hereinafter referred to as the "Share Split"). From and after the Effective Date, and until exchanged for certificates representing New Common Stock, certificates representing shares of Old Common Stock prior to the Effective Date shall be deemed to represent a number of shares of New Common Stock equal to the number of shares of Old Common Stock represented by such certificates multiplied by 1.9. Notwithstanding the foregoing, (i) each shareholder shall be required to surrender the certificate representing the Old Common Stock in order to receive the certificate for the New Common Stock into which the Old Common Stock is converted, and (ii) the stated capital applicable to the 1.9 shares of Common Stock resulting from such reclassification and change of each such outstanding share

shall be the same as the stated capital then applicable to such outstanding share."

(ii) Article 5 of the corporation's Articles of Incorporation shall be amended in its entirety as follows:

"5. The street address of the corporation's registered office and the name of its' registered agent at such address is:


Arthur Kobrin
1903 South Congress Avenue, #400
Boynton Beach, Florida 33463"

The foregoing Articles of Amendment to the Articles of Incorporation of this corporation were duly approved by the Board of Directors by Written Consent of the Board of Directors by Action Without a Meeting, dated on April 15, 1998 and were proposed by the Board of Directors to the Shareholders of the corporation.

The total number of outstanding shares of this corporation as of the date hereof is 10,000. The shareholders of these 10,000 shares unanimously approved the foregoing Articles of Amendment to the Articles of Incorporation pursuant to the Written Consent of the Shareholders to Action Without a Meeting, dated April 15, 1998.

The undersigned, Rogers W. Kirven, Jr., being the President of the corporation, does make these Articles of Amendment to the Articles of Incorporation, hereby declaring and certifying that this is the act and deed of this corporation and the facts herein stated are true and, accordingly, have herewith set my hand, this 15 day of April, 1998.

IVANHOE MEDICAL SYSTEMS, INC.

By: 
Rogers W. Kirven, Jr.
President and CEO

**FOR THE SERVICE OF PROCESS WITHIN THIS STATE, NAMING
AGENT UPON WHOM PROCESS MAY BE SERVED**


Pursuant to Section 48.091 and Section 607.0501, Florida Statutes, the following is submitted:

That **IVANHOE MEDICAL SYSTEMS, INC.**, desiring to organize under the laws of the State of Florida with its registered office, as indicated in the Amended and Restated Articles of Incorporation, at 1903 South Congress Avenue, #400, Boynton Beach, Florida 33463 has named Arthur Kobrin as its agent to accept service within this state.

ACKNOWLEDGMENT:

Having been named to accept service of process for the Corporation named above, at the place designated in this certificate, I agree to act in that capacity and to comply with the provisions of the Florida Business Corporation Act, relative to the proper and complete performance of my duties as registered agent.

Date: April 15, 1998



Arthur Kobrin, Registered Agent