

CORPORATION INFORMATION  
SERVICES, INC.  
1201 HAYS STREET  
TALLAHASSEE, FL 32301  
904-222-9171  
904-222-0393 FAX

800-342-8086



MAIL TO:  
P.O. Box 5828  
TALLAHASSEE, FL 32314

ACCOUNT NO. : 072100000032

REFERENCE : 515869 6221A

AUTHORIZATION :

*Patricia Poynt*

COST LIMIT : \$ 122.50

RECEIVED  
95 JAN -3 PM 9:30  
DIVISION OF CORPORATION

ORDER DATE : January 3, 1995

ORDER TIME : 8:45 AM

ORDER NO. : 515869

CUSTOMER NO: 6221A

CUSTOMER: Gatha K. Milhorn, Legal Asst  
ABEL BAND RUSSELL COLLIER  
PITCHFORD & GORDON, CHARTERED  
Barnett Bank Center, 8-10th Fl  
240 South Pineapple Avenue  
Sarasota, FL 34236-6737

900001366949

DOMESTIC FILING

*P95000000067*

NAME: MED-INFO., INC.

FILED  
95 JAN -3 PM 10:32  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

☒ ARTICLES OF INCORPORATION  
☐ CERTIFICATE OF LIMITED PARTNERSHIP

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

☒ CERTIFIED COPY  
☐ PLAIN STAMPED COPY  
☐ CERTIFICATE OF GOOD STANDING

EFFECTIVE DATE  
1-1-95

CONTACT PERSON: Carol M. Hensal

EXAMINER'S INITIALS:

*DM*  
1-3-95  
02/A

EFFECTIVE DATE  
1-1-75

FILED  
95 JAN -3 AM 10:32  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

ARTICLES OF INCORPORATION  
OF  
MED-INFO, INC.

The undersigned incorporator, for the purpose of forming a Corporation for profit under the Florida Business Corporation Act, hereby adopts the following Articles of Incorporation:

ARTICLE I - NAME

The name of this Corporation is:

MED-INFO, INC.

ARTICLE II - TERM OF EXISTENCE

The effective date of this Corporation shall be January 1, 1995. The Corporation is to exist perpetually.

ARTICLE III - PURPOSES

The purposes of the Corporation are to engage in any activity or business permitted under the laws of the United States and the State of Florida.

ARTICLE IV - CAPITAL STOCK

The shares of stock of this Corporation shall consist of only one class. The number of shares of stock that this Corporation is authorized to have outstanding at any one time is 1,000 Shares of Common Stock having a par value of \$1.00 per share.

ARTICLE V - PRINCIPAL OFFICE

The address of the principal place of business of this Corporation shall be:

1715 Stickney Point Road  
Sarasota, Florida 34231

ARTICLE VI - INITIAL REGISTERED AGENT AND ADDRESS

The registered agent and street address of the registered office of this Corporation is:

John Montelione                      1715 Stickney Point Road  
Sarasota, Florida 34241

ARTICLE VII - DIRECTORS

This Corporation shall have one (1) Director initially. The number of Directors may be changed from time to time by Bylaws adopted by the Shareholders. The name and address of each member of the first Board of Directors is:

John Montelione                      1715 Stickney Point Road  
Sarasota, Florida 34241

ARTICLE VIII - AMENDMENT

These Articles of Incorporation may be amended in certain instances by the Board of Directors as provided by statute and in certain instances by resolutions adopted by the Board of Directors, proposed by them to the Shareholders and approved at a Shareholders Meeting by a majority of the stock entitled to vote thereon.

**ARTICLE IX - INCORPORATOR**

The name and street address of each incorporator to these Articles of Incorporation is:

John Montelione

1715 Stickney Point Road  
Sarasota, Florida 34241

The undersigned has executed these Articles this 30<sup>th</sup> day  
of December, 1994.

  
\_\_\_\_\_  
John Montelione

"INCORPORATOR"

Having been named as Registered Agent and to accept service of process for MED-INFO, INC. at the place designated in the Articles, 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 relating to the proper and complete performance of my duties, and I am familiar with and accept the obligations of my position as Registered Agent.

December 30, 1994  
Date

  
\_\_\_\_\_  
John Montelione  
Registered Agent

1201 HAYS STREET  
TALLAHASSEE, FL 32301  
904-222-7171  
904-222-0391 FAX

800-342-8086



P95000000067

ACCOUNT NO. : 072100000032

REFERENCE : 581327 6221A

AUTHORIZATION :

COST LIMIT : \* PPD

ORDER DATE : April 18, 1995

ORDER TIME : 1:19 PM

ORDER NO. : 581327

CUSTOMER NO: 6221A

200001459402  
-04/18/95--01082--006  
\*\*\*\*\*87.50 \*\*\*\*\*87.50

CUSTOMER: Gatha K. Milhorn, Legal Asst  
Abel Band Russell Collier  
Barnett Bank Center, 8-10th Fl  
240 South Pineapple Avenue  
Sarasota, FL 34236-6737

DOMESTIC AMENDMENT FILING

NAME: MED-INFO, INC.

ARTICLES OF AMENDMENT  
XXX RESTATED ARTICLES OF INCORPORATION

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

XXX CERTIFIED COPY  
       PLAIN STAMPED COPY  
       CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Danny G. Smith

EXAMINER'S INITIALS:

FILED  
95 APR 18 PM 2:44  
SECRETARY OF STATE  
TALLAHASSEE FLORIDA

4/18

Intended  
& Restated  
Articles  
C.C.

CERTIFICATE OF CORPORATE RESOLUTION

The undersigned, Secretary of MED-INFO, INC., a Florida corporation, does hereby certify that the following resolutions were duly adopted by the sole Shareholder and the sole Board of Director of the Corporation at a special meeting duly called and held on March 15, 1995, at the office of the Corporation, Sarasota, Florida, at which a quorum for the transaction of business was present and voting throughout, and that such resolutions have not been modified or rescinded as of the date hereof:

RESOLVED, that the Articles of Incorporation of the Corporation be amended and restated in their entirety in the form as provided to the members of this meeting; and it was;

FURTHER RESOLVED, that the proper corporate officers are hereby authorized to execute any and all documents necessary to effectuate the amendment and restatement of the Articles and to file same with the Secretary of State, State of Florida.

FURTHER RESOLVED, that any interested party may rely upon a copy of this Resolution, as evidence of the authority of said officers of the Corporation to act in the foregoing, and that said certified copy of this Resolution shall be conclusive evidence that this Resolution stands unimpaired and unrevoked.

The undersigned further certifies that the Amended and Restated Articles of Incorporation did not require shareholder approval, but all outstanding shares entitled to vote, voted for the Amended and Restated Articles of Incorporation.

The undersigned further certifies that the Amended and Restated Articles of Incorporation, as attached hereto, supersede the original Articles of Incorporation.

IN WITNESS WHEREOF, I have hereunto set my hand and seal this 13<sup>th</sup> day of April, 1995.

MED-INFO, INC., a Florida  
corporation

By:   
John Montelione, Secretary

**AMENDED AND RESTATED  
ARTICLES OF INCORPORATION  
OF  
MED-INFO, INC.**

FILED  
95 APR 18 PM 2:44  
SECRETARY OF STATE  
TALLAHASSEE FLORIDA

Pursuant to Section 607.1007 of the Florida Business Corporation Act, all of the Shareholders and Board of Directors of Med-Info, Inc., a Florida corporation, hereinafter referred to as the "Corporation" filed with the Secretary of State on January 1, 1995, did authorize on March 15, 1995, to amend the Articles of Incorporation in their entirety as follows:

**ARTICLE I - NAME**

The name of this Corporation is:

MED-INFO, INC.

**ARTICLE II - TERM OF EXISTENCE**

The effective date of this Corporation shall be January 1, 1995. The Corporation is to exist perpetually.

**ARTICLE III - PURPOSES**

The purposes of the Corporation are to engage in any activity or business permitted under the laws of the United States and the State of Florida.

#### ARTICLE IV - CAPITAL STOCK

The shares of stock of this Corporation shall consist of only one class. The number of shares of stock that this Corporation is authorized to have outstanding at any one time is 6,000,000 Shares of Common Stock having a par value of \$1.00 per share.

#### ARTICLE V - PRINCIPAL OFFICE

The address of the principal place of business of this Corporation shall be:

619 Tremont Street  
Sarasota, Florida 34242

#### ARTICLE VI - INITIAL REGISTERED AGENT AND ADDRESS

The registered agent and street address of the registered office of this Corporation is:

John Montelione                      619 Tremont Street  
Sarasota, Florida 34242

#### ARTICLE VII - DIRECTORS

This Corporation shall have one (1) Director. The number of Directors may be changed from time to time by Bylaws adopted by the Shareholders. The name and address of each member of the first Board of Directors is:

John Montelione                      619 Tremont Street  
Sarasota, Florida 34242

#### ARTICLE VIII - QUORUM OF THE BOARD OF DIRECTORS

A quorum of the Board of Directors shall consist of 50% of the entire Board.



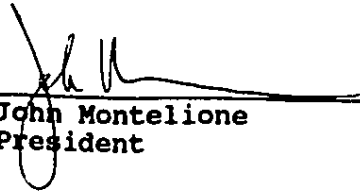
ARTICLE IX - VACANCY ON THE BOARD OF DIRECTORS

Any vacancy in the Board of Directors shall be filled for the unexpired portion of the term by the Chairman.

ARTICLE X - AMENDMENT

These Articles of Incorporation may be amended in certain instances by the Board of Directors as provided by statute and in certain instances by resolutions adopted by the Board of Directors, proposed by them to the Shareholders and approved at a Shareholders Meeting by a majority of the stock entitled to vote thereon.

IN WITNESS WHEREOF, the undersigned President has executed these Amended and Restated Articles of Incorporation this 13<sup>th</sup> day of April, 1995, under the laws of the State of Florida, and hereby makes and files in the office of the Secretary of State of the State of Florida these Amended and Restated Articles of Incorporation and certifies that the facts herein stated are true.

  
\_\_\_\_\_  
John Montelione  
President

Having been named as Registered Agent and to accept service of process for MED-INFO, INC. at the place designated in the Articles, 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 relating to the proper and complete performance of my duties, and I am familiar with and accept the obligations of my position as Registered Agent.

Date April 13, 1995

John Montelione  
Registered Agent

9500000067

FILED

96 Mar 1 PM 1:13

SECRETARY OF STATE  
TALLAHASSEE, FLORIDA



ACCOUNT NO. : 072100000032  
REFERENCE : 866350 6221A  
AUTHORIZATION :  
COST LIMIT : \$ PREPAID

ORDER DATE : March 1, 1996

ORDER TIME : 10:23 AM

ORDER NO. : 866350

CUSTOMER NO: 6221A

CUSTOMER: Gatha K. Milhorn, Legal Asst  
Abel Band Russell Collier  
Barnett Bank Center, 8-10th Fl  
240 South Pineapple Avenue  
Sarasota, FL 34236-6737

800001729468  
-03/01/96--01063--021  
\*\*\*\*\*96.25 \*\*\*\*\*96.25

DOMESTIC AMENDMENT FILING

NAME: MED-INFO, INC.

XX ARTICLES OF AMENDMENT  
RESTATED ARTICLES OF INCORPORATION

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

XX CERTIFIED COPY  
PLAIN STAMPED COPY  
XX CERTIFICATE OF GOOD STANDING

RECEIVED  
96 MAR - 1 AM 11:08  
DIVISION OF CORPORATION

CONTACT PERSON: Victoria L. Perez

N. HENDRICKS MAR - 1 1996

EXAMINER'S INITIALS: \_\_\_\_\_

ARTICLES OF AMENDMENT  
TO THE ARTICLES OF INCORPORATION  
OF  
MED-INFO, INC.

**FILED**  
96 MAY 1 PM 1:13  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

The undersigned, John Montelione, certifies that:

1. He is the President of MED-INFO, INC., a Florida corporation, whose Articles of Incorporation were filed with the Secretary of State, State of Florida, on January 1, 1995, as amended and restated April 18, 1995.

2. The following amendment to the Articles of Incorporation was unanimously adopted and approved by the sole Board of Director and by all of the Shareholders, at a special joint meeting, duly called for the purpose of adopting this Amendment and held on November 13, 1995 at 10:00 a.m. at which a majority of the Directors and Shareholders were present in person and by telephonic connection and voting thereat. The number of votes cast by the Shareholders was sufficient for approval.

3. ARTICLE I of the Articles of Incorporation is hereby amended in its entirety to read as follows:

"ARTICLE I - NAME

The name of this Corporation is:

PATHOLOGY INFORMATION NETWORK, INC."

4. Due to a scrivener's error relative to the par value of the stock as well as the adoption of a second class of common stock, ARTICLE IV of the Articles of Incorporation is hereby amended in its entirety to read as follows:

**"ARTICLE IV - CAPITAL STOCK**

The shares of stock of this Corporation shall consist of two (2) classes. The maximum number of shares of stock which this Corporation shall be authorized to issue and have outstanding at any one time is:

<sup>50</sup> 500,000	Common Stock	Voting	\$ .10 par value
1,500,000	Common Stock	Non-Voting	\$ .10 par value"

IN WITNESS WHEREOF, the undersigned President of the Corporation has executed these Articles of Amendment this 25<sup>th</sup> day of February, 1996.

  
\_\_\_\_\_  
John Montelione  
President