# 5000022014

W. CLYDE HARR, III, P. C. ATTORNEY AT LAW 27 SOUTH COURT SQUARE ANDALUSIA, ALABAMA 36420

W. CLYDE HARR, III

ALSO ADMITTED IN TENNESSEE

- DOYL HERMANG OUT TELEPHONE (20012222-1148-FAX (200) 22231148

December 1, 1994

Secretary of State Dept. of State Division of Corporation P.O. Box 6327 Tallahassee, FL 32314

Re: Articles of Incorporation

EFFECTIVE DATE

Dear Sirs,

Please find enclosed a check in the amount of \$70.00 that was requested in order to file J.D.M. MEDICAL, INC., Articles of Incorporation in your state.

If you have any questions please call (205) 222-1148. assistance is greatly appreciated.

Sincerely,

W. Clyde Harr, III Attorney at Law

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/sb

PHONE TO DATE .

DO J. EXAM .

095-6047

## **EFFECTIVE DATE**

13

#### FLORIDA

#### ARTICLES OF INCORPORATION OF

### J.D.M. MEDICAL, INC.

The undersigned, for the purpose of forming a corporation under the Florida General Corporation Act hereby adopt the following articles of incorporation:

#### ARTICLE ONE

#### NAME

The name of the corporation is J.D.M. MEDICAL, INC. The address of the corporation is 4774 Highway 90 West, Pace, Florida, 32571.

#### ARTICLE TWO

#### DURATION

The term of existence of the corporation is perpetual.

#### ARTICLE THREE

#### PURPOSE

The purpose for which the corporation is organized is to organize and operate a company to manufacture, sell, distribute or act as an agent to provide positioning devices and other related products or services to nursing homes and/or hospitals.

#### ARTICLE FOUR

#### CAPITAL STOCK

The aggregate number of shares that the corporation has authority to issue is 2,000, all of which shall be common shares with par value of \$1.00.

#### ARTICLE FIVE

#### PREEMPTIVE RIGHTS GRANTED

Each shareholder of any class of stock of this corporation shall be entitled to full preemptive rights to purchase any unissued or treasury shares of the corporation and any securities of the corporation convertible into or carrying a right to subscribe to or acquire any unissued or treasury shares.

#### ARTICLE SIX

#### REGISTERED OFFICE

The street address of the initial registered office of the corporation is 4774 Highway 90 West, Pace, Florida, 32571, and the name of the initial registered agent at that address is Jack McDonald.

#### ARTICLE SEVEN

#### DIRECTORS

The business of the corporation shall be managed by the stockholders of the corporation rather than by a board of directors.

#### ARTICLE EIGHT

#### INCORPORATORS

The names and addresses of the incorporators are:

NAME

**ADDRESS** 

Jack McDonald

STATE OF AIABAMA )

5337 East Avenida De Golf, Pace, FL 32571

#### ARTICLE TEN

CORRECTED OF EXISTENCE	-1
The corporation shall commence its existence on March 10	th
day of cowlock, 1994.	
Incorporator	
$\mathcal{C}$	

COUNTY ) Coungton The foregoing instrument was acknowledged before me this / St. ecember, 1994, by Lack is personally known to me or who has produced License

identification and who did/did not take an eath.

My Commission expires:

I, Jack McDonald, do hereby agree to and accept the responsibilities of registered agent for J.D.M. MEDICAL, INC..

My address as registered agent is: 5337 East Avenida De Golf, Paco, Florida 32571.

Dated as of this 1st day of Asexanter , 1994.

Jack McDonald