P95000023371 COMPORT, SCHWAIT & GERBHOW, P.A.

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JOE C WILLCOST W HENRY BARBER, JR JOHN D. JORLINGS M DENNIS COMPORTS CARL B. SCHWAITS ELLEN R GERSHOW

March 21, 1995

MIRIAM I. CRUZ-BUSTILLO
WILLIAM T. ALLEN, JM.
SOARD CERTIFIED CIVIL TRIAL LAWYER

I CENTIFIED CINCUIT COUNT MEDIATOR

L WILLIAM GRAHAM

BAM T. DELL (1912-1992) FL L. HENDERSON, JM. (1891-1881)

TELEPHONE 378-438)
FAX 378-7418
ARKA CODE 904
ROS N. E. INT STREET

800001436858 -03/22/95--01090--009

******70.00 *****70.00

Secretary of State Division of Corporations Post Office Box 6327 Tallahassee, Florida 32314

Gentlemen:

Enclosed are two copies of Articles of Incorporation of Symed, Inc. Also enclosed is check in the amount of \$70.00 to cover cost of filing and resident agent designation. Please return one copy of the Articles showing the filing date to us.

If there are any questions, please give me a call. Thank you.

Very truly yours,

Katie Moore, Secretary

to Mr. Barber

SECRETARY OF STATE OF CORPORATIONS

3-23 KAN

ARTICLES OF INCORPORATION

OF

SYMED. INC.

ARTICLE I - NAME

The name of this corporation is: SYMED, INC.

ARTICLE II - DURATION

This corporation shall have perpetual existence.

ARTICLE III - PURPOSE

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

ARTICLE IV - CAPITAL STOCK

This corporation is authorized to issue one hundred (100) shares of common stock having a par value of One Dollar (\$1.00) per share.

ARTICLE V - PREEMPTIVE RIGHTS

Every shareholder, upon sale for cash of any new stock of this corporation of the same kind, class or series as that which he already holds, shall have the right to purchase his prorata share thereof (as nearly as may be done without the issuance of fractional shares) at the price at which it is offered to others.

ARTICLE VI - INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial registered office of this corporation is: 2025 N. W. 24th Street, Gainesville, Florida 32605; and the name of the initial registered agent of this corporation at that address is: RALPH R. GRAMS.

ARTICLE VII - PRINCIPAL OFFICE

The initial mailing address of the principal office of this corporation in the State of Florida is 2025 N. W. 24th Street, Gainesville, Florida 32605.

The address of the registered office and the principal office of the Corporation are located at the same address.

ARTICLE VIII - INITIAL BOARD OF DIRECTORS

This corporation shall have one (1) director initially. The number of directors shall be either increased or diminished from time to time by the By-Laws, but shall never be less than one (1). The names and addresses of the initial director of this corporation is:

NAME

ADDRESS

RALPH R. GRAMS

2025 N. W. 24th Street Gainesville, Florida 32605

ARTICLE IX - INCORPORATOR

The name and address of the person signing these Articles is

NAME

ADDRESS

RALPH R. GRAMS

2025 N. W. 24th Street Gainesville, Florida 32605

ARTICLE IX - INDEMNIFICATION

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

ARTICLE X - AMENDMENT

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

IN WITNESS WHEREOF, the undersigned Subscriber has executed these Articles of Incorporation, this <u>Not</u> day of March, 1995.

Ralph R. Grams, Subscriber (SEAL)

STATE OF FLORIDA COUNTY OF ALACHUA

The foregoing instrument was acknowledged before me this alat day of March, 1995, by RALPH R. GRAMS.

NOTARY PUBLIC, State of Florida at Large

MARY K. MOORE

Print, Type or Stamp Commissioned Name of Notary Public

MARY K. MOORE
Notery Public-State of Relida
My Commission Expires
September 23, 1995
CC 137269

Personally Known OR Produced Identification Type of Identification Produced:	<u>~</u>
(_/) Current Florida Driver's License (_) Other	

ACCEPTANCE OF APPOINTMENT AS REGISTERED AGENT

I HEREBY ACCEPT appointment as Registered Agent for SYMED, INC. on whom process may be served in the State of Florida. I am familiar with and accept the duties and responsibilities as Registered Agent for said corporation.

DATED this 21 At day of March, 1995.

Ralph R. Grams Registered Agent BRUCE BRASHBAR

920 N.W. 8th Avenue, Sulte A Gainesville, PL 32601 voice: 352/336-0800 fax: 352/336-0505

P9500023371

March 21, 1997

Secretar of State
Division of Corporations
Amendment Department
P. O. Box 6327
Tallahassee, FL 32301

500002121715-- 8 -03/24/97--01036--013 ******87.50 *****87.50

RE: SYMED, INC.

Dear Sirs:

Please find the original and one (1) copy of the Articles of Amendment to the Articles of Incorporation for the above-referenced corporation, as well as our check in the amount of \$87.50 representing \$35.00 for filing fees and \$52.50 for a certified copy of same.

After filing the original Articles of Amendment, please certify the enclosed copy and return same to this office.

Sincerely,

Carrie Fagan, Legal Assistant to Bruce Brashear, Esq.

Enclosures

Amend

ARTICLES OF AMENDMENT TO THE ARTICLES OF INCORPORATION OF SYMED, INC.



TO: Department of State Tallahassee, Florida 32304

Pursuant to the provisions in Section 607.1003 of the Fiorida Statutes, the undersigned corporation hereby adopts the following Articles of Amendment to its Articles of Incorporation pursuant to the approval of shareholders of the Corporation.

1. The following amendments to the Articles of Incorporation of SyMed, Inc. were adopted by holders of a majority of the outstanding shares of the common stock of the corporation on March 6, 1997, in the manner prescribed by the Florida General Corporation Act:

ARTICLE IV - CAPITAL STOCK

This corporation is authorized to issue five million (5,000,000) shares of common stock having a par value of One Cent (\$.01) per share.

ARTICLE V - PREEMPTIVE RIGHTS

Article V providing for preemptive rights is deleted in its entirety.

- 2. The number of shares of the corporation outstanding at the time of such adoption was ninety-six and one-half (96.5) shares common stock; and the number of shares entitled to vote thereon was 96.5 shares common stock.
- 3. The designation and number of outstanding shares of each class entitled to vote thereon as a class were as follows:

Class

Number of Shares

Common

96.5

- 4. Number of shares voted for the amendment of Article IV and Article V was 51; the number of shares voted against such amendment was 0; the number of shares abstaining was 0; and the number of shares not represented in person or by proxy was 45.5.
- 5. The number of votes east by a majority of the holders of common stock in favor of the amendment of Article IV and Article V was sufficient for approval by the common stock shareholders.

Dated: March 6, 1997.

Corporate Scal

(SEAL

regident

Grams, Secretary

STATE OF FLORIDA **COUNTY OF ALACHUA**

I HEREBY CERTIFY that on this day before me, an officer duly qualified to take acknowledgments, personally appeared Ernest H. Moyer, President of SyMed, Inc., to me known to be the person described in and who executed the foregoing Articles of Amendment, and Ralph R. Grams, Secretary of SyMed, Inc., to me known to be the person described in and who attested to the foregoing Articles of Amendment, and upon oath acknowledged before me that they executed the same.

WITNESS my hand and official scal in the County and State last aforesaid this 21st day of March

_, A.D. 1997.

Notary Public.

Printed Name

My Commission Expires: