

P95000024788

James M. Brown, P.A.
Daria Jean Christopher

Attorneys at Law
486 North Temple Avenue
P. O. Box 40
Tallahassee, Florida 32301-0040
16 March 1995

Telephone (904) 964-8272
Fax (904) 964-8796

Secretary of State
Division of Corporation
The Capitol
Tallahassee, Florida 32399

Re: Med Quest, Inc.

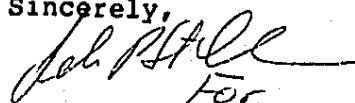
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****122.50 ****122.50

Dear Sir or Madam:

Enclosed is the original and one copy of the Articles of Incorporation of MED QUEST, INC. Also enclosed is our check in the amount of \$122.50 in payment of the filing fees (\$70.00) and a certified copy of the Articles (\$52.50).

If you have any questions, please contact me.

Sincerely,


For
Charles Daniel Sikes

CDS/jps
Enclosure

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
MAR 27 PM 3:13

**ARTICLES OF INCORPORATION
OF**

MED QUEST, INC.

The undersigned incorporator to these Articles of Incorporation, hereby forms a corporation under the laws of the State of Florida as follows:

ARTICLE I

NAME OF CORPORATION

The name of this corporation is MED QUEST, INC.

ARTICLE II

TERM OF EXISTENCE

The date when corporate existence shall commence shall be the date of filing of these Articles of Incorporation by the office of the Secretary of State of the State of Florida and the corporation shall have perpetual existence thereafter.

ARTICLE III

GENERAL NATURE OF BUSINESS

This corporation is organized for the following purposes:

- A. To engage in the business of
- B. To engage in any and all other lawful business.

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SECRETARY OF STATE
DIVISION OF CORPORATIONS
95 MAR 21 PM 3:43

ARTICLE IV

POWERS

The corporation shall have power to:

- A. To have perpetual succession by its corporate name.
- B. To sue and be sued, complain and defend in its corporate name in all actions and proceedings.
- C. To have a corporate seal, which may be altered at pleasure, and to use the same by causing it, or a facsimile thereof, to be impressed, affixed, or in any other manner reproduced.
- D. To purchase, take, receive, lease, or otherwise acquire, own, hold, improve, use, and otherwise deal in and with real or personal property or any interest therein, wherever situated.
- E. To sell, convey, mortgage, pledge, create a security interest in, lease, exchange, transfer, and otherwise dispose of all or any part of its property and assets.
- F. To lend money to and use its credit to assist its officers and employees to the full extent permitted by law.
- G. To purchase, take, receive, subscribe for, or otherwise acquire, own, hold, vote, use, employ, sell, mortgage, lend, pledge, or otherwise dispose of, and otherwise use and deal in and with, shares or other interests in, or obligations of, other domestic or foreign corporations, associations, partnerships or individuals, or

direct or indirect obligations of the United States or of any other government, state, territory, governmental district, or municipality or of any instrumentality thereof.

H. To make contracts and guarantees and incur liabilities, borrow money at such rates of interest as the corporation may determine, issue its notes, bonds, and other obligations, and secure any of its obligations by mortgage or pledge of all or any of its property, franchises, and income.

I. To lend money for its corporate purposes, invest and reinvest its funds, and take and hold real and personal property as security for the payment of funds so loaned or invested.

J. To conduct its business, carry on its operations, and have offices and exercise the powers granted by the Florida General Corporation Act within or without the State of Florida.

K. To elect or appoint officers and agents of the corporation and define their duties and fix their compensation.

L. To make and alter bylaws, not inconsistent with these Articles of Incorporation and the laws of this state, for the administration and regulation of the affairs of the corporation.

M. To make donations for the public welfare or for charitable, scientific, or educational purposes.

" To transact any lawful business which the board of directors shall find will be an aid of governmental policy.

O. To pay pensions and establish pension plans, and other incentive plans for any or all of its directors, officers, and employees and for any or all of the directors, officers, and employees of its subsidiaries.

P. To be a promoter, incorporator, partner, member, associate, or manager of any corporation, partnership, joint venture, trust, or other enterprise.

Q. To have and exercise all powers necessary or convenient to effect its purposes.

ARTICLE V:

CAPITAL STOCK

This corporation is authorized to issue One Hundred (100) shares of \$10.00 par value common stock, which shall be designated Common Shares. The corporation is authorized to issue only one class of stock, and all issued stock shall be held of record by not more than ten (10) persons. Stock shall be issued and transferable only to natural persons who are not nonresident aliens.

ARTICLE VI

INITIAL REGISTERED OFFICE AND AGENT/PRINCIPAL OFFICE

The street address of the initial registered office of this corporation in the State of Florida will be 401 N.W. 34th Street, Gainesville, Florida 32607, and the name of its initial

registered agent at such address is Richard M. White. The street address and mailing address of the Principal Office shall be 401 N.W. 34th Street, Gainesville, Florida 32607.

ARTICLE VII

DIRECTORS

The corporation shall have one director initially. The number of directors may be increased or diminished from time to time by bylaws of the corporation, provided that the corporation shall always have at least one director. The name and street address of the initial directors of this corporation, who shall serve until their successors are duly elected and qualified are:

<u>Name</u>	<u>Address</u>
Richard M. White	401 N.W. 34th Street Gainesville, Florida 32607

ARTICLE VIII

INCORPORATOR

The name and street address of the incorporator signing these Articles of Incorporation is:

<u>Name</u>	<u>Address</u>
Richard M. White	401 N.W. 34th Street Gainesville, Florida 32607

The power to adopt, alter, amend or repeal bylaws shall be vested in the Board of Directors of this corporation.

ARTICLE IX

INDEMNIFICATION

The corporation shall indemnify to the full extent permitted by law any person who was or is a party or is threatened to be made a party to any threatened, pending or completed action, suit or proceeding, whether civil, criminal, administrative or investigative by reason of the fact that he or she is or was a director, incorporator, officer, employee or agent of the corporation, against expenses (including attorneys' fees), judgments, fines and amounts paid in connection with such action, suit or proceeding. Such right of indemnification shall not be deemed exclusive of any other rights to which such director or officer may be entitled, under the bylaw, agreement, vote of shareholders or otherwise.

ARTICLE X

PREEMPTIVE RIGHTS

Each shareholder of this corporation shall have the first right to purchase shares (and securities convertible into shares) of any class, kind or series of stock in this corporation that may from time to time be issued (whether or not presently authorized), including shares from the treasury of this corporation, in the ratio that the number of shares he holds at the time of the issue bears to the total number of shares then outstanding, exclusive of treasury shares.

This right shall be deemed waived by any shareholder who does not exercise it and pay for the shares preempted within thirty (30) days of receipt of notice in writing from the corporation stating the prices, terms and conditions of the issue of shares and inviting him to exercise his preemptive rights. This right may also be waived by affirmative written waiver submitted by the shareholder to the corporation within thirty (30) days of receipt of notice from the corporation.

ARTICLE XI

REMOVAL OF DIRECTORS

The shareholders of this corporation shall be entitled to remove any director from office at any time for any reason whatsoever, whether or not there is cause for removal.

ARTICLE XII

AMENDMENT

These Articles of Incorporation may be amended in the manner provided by law.

IN WITNESS WHEREOF, I have hereunto set my hand and seal, acknowledged and filed the foregoing Articles of Incorporation under the laws of the State of Florida, this ____ day of February, 1995.

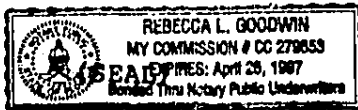

RICHARD M. WHITE

STATE OF FLORIDA

COUNTY OF

I HEREBY CERTIFY that on this day, before me, a Notary Public, duly authorized to take acknowledgments in the State and County aforesaid, personally appeared **RICHARD M. WHITE SEAY**, well known to me known to be the person described as the Incorporator or who has produced _____ as personal identification and who executed the foregoing Articles of Incorporation and acknowledged before me that he subscribed to those Articles of Incorporation.

WITNESS my hand and official seal in the County and State aforesaid this 27 day of February, 1995,



[Signature]
Notary Public
State of Florida at Large
My Commission Expires:

ACCEPTANCE BY REGISTERED AGENT

Having been named Registered Agent and designated to accept service of process for the above-stated corporation, at the place designated herein, I hereby agree to act in this capacity, and I further agree to comply with the provisions of all statutes relative to the proper and complete performance of my duties.

DATED: 2-28-95

[Signature]
RICHARD M. WHITE

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
95 MAR 27 PM 3:43

P95 000024788

CHARLES DANIEL SIKES, P.A.
407 West Georgia Street
Starke, Florida 32091

Dannye Hesters, A.S., Paralegal

Linda A. Smart, Office Manager

Criminal, Civil, Administrative
Litigation and Appeals

Telephone: 904-964-2020
Facsimile: 904-964-9400

November 18, 1996

Department of State
Division of Corporations
P.O. Box 6327
Tallahassee, Florida 32314

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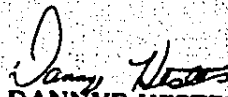
RE: Amendment for Med Quest, Inc.

Dear Sir/Madam:

Please find enclosed Articles of Amendment to Articles of Incorporation for Med Quest, Inc. along with the required filing fee of thirty-five dollars (\$35.00).

Should you have any other questions or concerns, please do not hesitate to contact our office. Thank you for your time.

Sincerely,


DANNYE HESTERS
Paralegal

enclosures

SH 12/6

FILED
96 DEC -5 AM 10:15
SECRETARY OF STATE
TALLAHASSEE, FLORIDA



FLORIDA DEPARTMENT OF STATE

Sandra B. Mortham
Secretary of State

November 26, 1996

Dannye Hesters
Charles Daniel Sikes, P.A.
407 W. Georgia St.
Starke, FL 32091

SUBJECT: MED QUEST, INC.
Ref. Number: P95000024788

We have received your document for MED QUEST, INC. and your check(s) totaling \$35.00. However, the enclosed document has not been filed and is being returned for the following correction(s):

The amendment must be signed by an incorporator if adopted by the incorporators or by a director if adopted by the directors.

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"); and the registered agent's signature.

Please return your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (904) 487-6908.

Steven Harris
Corporate Specialist

Letter Number: 996A00053577

*Law Offices
of
CHARLES DANIEL SIKES, P.A.
407 West Georgia Street
Starke, Florida 32091*

Dannye Hesters, A.S., Paralegal

Linda A. Smart, Office Manager

*Criminal, Civil, Administrative
Litigation and Appeals*

*Telephone: 904-964-2020
Facsimile: 904-964-9400*

November 29, 1996

Department of State
Division of Corporations
P.O. Box 6327
Tallahassee, Florida 32314

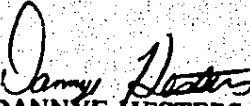
RE: Med Quest, Inc.
Reference Number P95000024788

Dear Sir/Madam:

Please find enclosed the amendment signed by Mr. Brad Million, a director of Med Quest, Inc., along with a statement from Mr. Charles Daniel Sikes, the new registered agent, as was requested in your letter dated November 26, 1996.

Should you need any additional information, please do not hesitate to contact our office. Thank you for your time.

Sincerely,


DANNYE HESTERS
Paralegal

**ARTICLES OF AMENDMENT
TO
ARTICLES OF INCORPORATION
OF**

FILED
96 DEC -5 AM 10:15
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Med Quest, Inc.

(present name)

Pursuant to the provisions of section 607.1006, Florida Statutes, the undersigned corporation adopts the following articles of amendment to its articles of incorporation:

FIRST: Amendment(s) adopted:

Med Quest, Inc. has amended Article VI to have the new registered agent to be Charles Daniel Sikes, P.A., 407 West Georgia Street, Starke, Florida 32091

SECOND: If an amendment provides for an exchange, reclassification or cancellation of issued shares, provisions for implementing the amendment if not contained in the amendment itself, are as follows:

THIRD: The date of each amendment's adoption: November 13, 1996

FOURTH: Adoption of Amendment(s) (check one)

- ☒ The amendment(s) was/were adopted by the incorporators or board of directors without shareholder action and shareholder action was not required.
- ☐ The amendment(s) was/were approved by the shareholders. The number of votes cast for the amendment(s) was/were sufficient for approval.
- ☐ The amendment(s) was/were approved by the shareholders through voting groups.

(The following statement must be separately provided for each voting group entitled to vote separately on the amendment(s).)

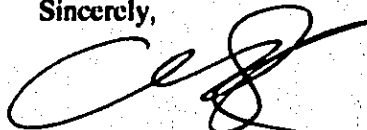
The number of votes cast for the amendment(s) was/were sufficient for approval by _____
(voting group)

Dear Sir/Madam:

I am familiar with and accept the duties and responsibilities as registered agent for Med Quest, Inc.

Should you have any other questions or concerns, please do not hesitate to contact my office.

Sincerely,

A handwritten signature in black ink, appearing to read 'Charles Daniel Sikes', written over a light gray grid background.

CHARLES DANIEL SIKES

JAN 16 '96 10:33AM CAPITAL CONNECTION

Signed this 13th day of November, 1996

Med Quest, Inc.
(Corporation Name)

By Brad D. Million
(Chairman or Vice Chairman of the Board of Directors, President or
other officer if adopted by the shareholders)
(A director or incorporator if adopted by the directors or incorporators)

Brad D. Million
(Typed or printed name)

Director/Secretary
(Title)