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#### ARTICLES OF INCORPORATION

OF

InterScan Professional Services, Inc.

## ARTICLE I

The name of the corporation is InterScan Professional Services, Inc.

## ARTICLE II DURATION

This corporation shall exist perpetually. Corporate existence shall commence on the date these Articles are executed and acknowledged, except that if these Articles are not filed by the Department of State of the State of Florida within five days, exclusive of legal holidays, after they are executed and acknowledged, corporate existence shall commence upon filing by the Department of State.

# ARTICLE III PURPOSE AND NATURE OF BUSINESS

The purpose for which this corporation is organized and the general nature of the business to be transacted by this corporation is to engage in every phase and aspect of delivering healthcare services and any other business not prohibited by law.

## ARTICLE IV CAPITAL STOCK

(a) Authorized Capital. The authorized capital stock of this corporation shall consist of One Hundred (100) shares of common stock having a par value of One Dollar (\$1.00) per share.

# ARTICLE V INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial registered office of this corporation is 3610 N.W. 97th Blvd., Gainesville, Florida, 32606, and the name of the initial registered agent of this corporation at that address is Antonio F. Arvesu.

#### ARTICLE VI DIRECTOR

- (a) Number. This corporation shall have One (1) director initially. The number of directors may be increased or diminished from time to time by the bylaws, but shall never be less than one.
- (b) Initial Directors. The name and street address of the member of the first Board of Directors of the corporation is:

Name

Address

Antonio F. Arvesu

5512 N.W. 55th Lane Gainesville, FL 32606

- (C) Compensation. The Board of Directors is hereby specifically authorized to make provision for reasonable compensation to its members for their services as directors, and to fix the basis and conditions upon which such compensation shall be paid. Any director of the corporation may also serve the corporation in any other capacity and receive compensation therefor in any form.
- (d) Indemnification. The Board of Directors is hereby specifically authorized to make provision for indemnification of directors, officers, employees and agents to the full extent permitted by law.

## ARTICLE VII INITIAL PRINCIPAL PLACE OF BUSINESS

The principal place of business shall be 3610 N.W. 97th Boulevard, Gainesville, Florida, 32606.

# ARTICLE VIII RESTRAINT ON ALIENATION OF SHARES

No shareholder of this corporation may sell, hypothecate or otherwise transfer said shareholder's shares except to another individual or entity eligible to be a shareholder of this corporation, or as may be agreed upon in any written shareholder agreement.

#### ARTICLE IX BYLAWS

The initial bylaws of this corporation shall be adopted by the directors. Bylaws shall thereafter be adopted, altered, amended or repealed from time to time by either the shareholders or the directors, but the directors shall not alter, amend or repeal any bylaw adopted by the shareholders if the shareholders specifically provide that such bylaw is not subject to amendment or repeal by the directors.

# ARTICLE X INCORPORATOR

The name and street address of the incorporator of this corporation is:

Name

Address

Antonio F. Arvesu

5512 N.W. 55th Lane Gainesville, FL 32606

#### ARTICLE XI OFFICERS

The names and addresses of the initial officers of the corporation who shall hold office for the first year of the corporation, or until their successors are elected or appointed are:

Name

Address

President

Antonio F. Arvesu

5512 N.W. 55th Lane Gainesville, FL 32606

Secretary

Antonio F. Arvesu

5512 N.W. 55th Lane Gainesville, FL 32606

# ARTICLE XII AMENDMENT

This corporation reserves the right to amend of repeal Fany 67 provision contained in these Articles of Incorporation, and any right conferred upon the shareholders is subject the this reservation.

IN WITNESS WHEREOF, the incorporator has executed these Articles the /// day of ////, 1995.

Antonio F. Arvesu

### ACCEPTANCE BY REGISTERED AGENT

Having been named to accept service of process for the above stated corporation, at the place designated in these Articles of Incorporation, 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.

Antonio F. Arvesu

Dated: -17-9(

STATE OF FLORIDA COUNTY OF ALACHUA

The foregoing instrument was acknowledged before me this day of form, by Antonio F. Arvesu, who is personally known to me OR who has produced identification, and who did/did not take an oath.

Identification produced:

CHARLES M. GADD, JR. Notary Public, State of Florida My comm. expires Aug. 16, 1995 Comm. No. CC126996 NOTARY PUBLIC Printed Name: Commission No.: Commission Expires: