P950000 46765

TRANSMITTAL LETTER

June 1, 1995

DEPARTMENT OF STATE DIVISION OF CORPORATIONS P.O. Box 6327 Tallahassee, Florida 32314-6327

SUBJECT: INOVIDEA, inc.

I enclose an original and one copy of the Articles of Incorporation for the above corporation and a check in the amount of \$122.50.

From:

rolon

THELMA J. MILLER 6111 Riverview Boulevard Bradenton, FL 34209 (813) 794-8543 900001510949 -06/12/95--01046--011 ****122.50 ****122.50

EFFECTIVE DATE

8mc/15/95

95 JUNI -8 FN 3: 05
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STUNKING YOF FLORIDA

ARTICLES OF INCORPORATION OF INOVIDEA, inc

FILED 95 JUN - 8 FH 3: 06

TALLAMASSEE, FLORIDA

ARTICLE I - NAME

The name of the corporation is INOVIDEA, inc

EFFECTIVE DATE

ARTICLE 11 - PRINCIPAL OFFICE

The initial place of business and mailing address of this corporation in the State of Florida shall be 6111 Riverview Boulevard, Bradenton, Florida 34209. The board of directors may from time to time move the principal office to any other address in Florida. The corporation shall have the power to establish branch offices and other places of business at such other places within or without the State of Florida as may be determined and deemed expedient by the board of directors from time to time.

ARTICLE III - NATURE OF BUSINESS

The general nature of the business to be conducted and created by this corporation is:

- 1. To invest in or engage in any business requiring the owner to own and hold licenses, permits or franchises in connection therewith, and to own and hold same.
- 2. To guarantee, purchase, hold, sell, assign, transfer, mortgage, pledge, or otherwise dispose of the shares of the capital stock of, or any bonds, securities or evidences of indebtedness created by any other corporation of this State, or any other state or government, and while owner of such stock, to exercise all the rights,

powers and privileges of ownership, including the right to vote thereon.

- 3. To purchase, hold, sell and transfer shares of its own capital stock, provided that shares of its own capital stock owned by the corporation shall not be voted upon directly or indirectly, nor be counted as outstanding for the purpose of any stockholder's quorum or vote.
- 4. To conduct business, have one or more offices, and hold, purchase, mortgage and convey real property in this state, and in any of the several states, territories, possessions, and dependencies of the United States, the District of Columbia and in foreign countries.
- 5. In any manner to acquire, utilize and to dispose of patents, copyrights and trademarks, licenses and franchises, and any rights or interest therein and thereunder.
- 6. To manufacture, purchase, or otherwise acquire, and to own, mortgage, pledge, sell, assign, transfer, or otherwise dispose of, and to invest in, trade in, deal in and with, goods, wares, merchandise, real and personal property, and services of every class, kind and description; except that it is not to conduct a banking, safe deposit, trust, insurance, surety, express, railroad, canal, telegraph, telephone or cemetery company, a building and loan association, mutual fire insurance association, cooperative association, fraternal benefit society, state fair or exposition.
- 7. To do all and everything necessary and proper for the accomplishment of the objects enumerated in these Articles of Incorporation, or any amendment thereof, or necessary or incidental to the protection and benefit of the corporation, and in general to carry on any lawful business necessary to, or incidental to, the attainment of the objects of the corporation, whether or not such business is similar

in nature to the objects enumerated in these Articles of Incorporation, or any amendment thereof.

8. To do and perform any other acts or things, and to exercise any and all powers which a co-partnership or natural person could do and exercise, and, which now are, or may be hereafter, authorized by law, and generally, and in addition to the foregoing, to have all the powers and privileges incidental to, or now or hereafter, conferred by law upon a corporation for profit in the State of Florida for the purpose of transacting any or all lawful business.

The foregoing clauses shall be construed both as objects and as powers, and it is hereby expressly provided that the foregoing enumeration of powers shall not be held to limit or restrict in any manner the powers of the corporation, and each power and object shall be construed as if named separately and alone, and shall not be limited in any way because of the naming of any other power or object.

ARTICLE IV - TERM OF EXISTENCE

The corporate existence of this corporation shall begin when these Articles of Incorporation have been executed by the incorporator named below. This corporation is to exist perpetually.

ARTICLE V - CAPITAL STOCK

The number of shares of stock that this corporation is authorized to have outstanding at any one time is 10,000.

ARTICLE VI - DIRECTORS

This corporation shall have one director. The number of directors may be

increased or diminished from time to time by the bylaws of the corporation, but shall never be less than one.

ARTICLE VII - INITIAL DIRECTORS

The names and street address of the member of the first board of directors are:

THELMA J. MILLER 6111 Riverview Boulevard Bradenton, Florida 34209

Said director shall hold office for the first year of the existence of the corporation or until their successors are duly elected and have qualified.

ARTICLE VIII - INITIAL OFFICERS

The names and street addresses of the initial officers of this corporation are:

THELMA J. MILLER, President 6111 Riverview Boulevard Bradenton, Florida 34209

THELMA J. MILLER, Vice President 6111 Riverview Boulevard Bradenton, Florida 34209

THELMA J. MILLER, Secretary/Treasurer 6111 Riverview Boulevard Bradenton, Florida 34209

Said officers shall hold office for the first year of existence of the corporation, or until their successors are duly elected and have qualified.

ARTICLE IX - INCORPORATORS

The name and address of the person signing these Articles is:

THELMA J. MILLER 6111 Riverview Boulevard Bradenton, Florida 34209

ARTICLE X - RESTRICTIONS ON TRANSFER OF STOCK

Shares held by the stockholders of this corporation may not be resold or otherwise transferred to other persons unless such shares are first offered to the remaining shareholders or to this corporation. The price and terms at which, and the time within which, those shares may be offered and sold shall be further specified by written agreement among all the shareholders of this corporation.

ARTICLE XI - INITIAL REGISTERED AGENT AND OFFICE

The name and address of the initial registered agent is: THELMA J. MILLER, 6111 Riverview Boulevard, Bradenton, Florida 34209.

ARTICLE XII - INDEMNIFICATION

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

ARTICLE XIII - AMENDMENT

These Articles of Incorporation may be amended in the manner provided by law. Every amendment shall be approved by the board of directors, proposed by them to the stockholders, and approved at a stockholders' meeting by a majority of the stock entitled to vote thereon, unless all the directors and all the stockholders sign a written statement manifesting their intention that a certain amendment of the Articles of Incorporation be made.

The undersigned has executed these Articles of Incorporation this First day of June 1, 1995.

Thelm Miller, Incorporator

CERTIFICATE OF DESIGNATION REGISTERED AGENT/REGISTERED OFFICE

Pursuant to the provisions of Section 607.0501, Florida Statutes, the undersigned corporation, organized under the laws of the State of Florida, submits the following statement in designating the registered office/registered agent, in the State of Florida.

- 1. The name of the corporation is INOVIDEA, inc
- 2. The name and address of the registered agent and office is:

THELMA J. MILLER 6111 Riverview Boulevard Bradenton, Florida 34209

Signature: Thomas O. Mulling

Title: Incorporator

Date: June 1, 1995

HAVING BEEN NAMED AS REGISTERED AGENT AND TO ACCEPT SERVICE OF PROCESS FOR THE ABOVE STATED CORPORATION AT THE PLACE DESIGNATED IN THIS CERTIFICATE, 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.

Signature:

Date: June 1, 1995

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10. I, being appointed the registered agent of the above named corporation, am farm					City	ADENTON		FL 34	207-101
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SIGNATURE: The man of the of printed name of Signing Officer or Director THELMA . T. MILLER

9/24/96 941-757-9924