

1201 HAYS STREET

800-342-8086

TALLAHASSEE, FL 32301

9 JUL 17 11 20



ACCOUNT NO. 072100000032

REFERENCE : 642707 8796A

AUTHORIZATION : Patricia Pizzuto

COST LIMIT : \$ 122.50

ORDER DATE : July 17, 1995

ORDER TIME : 10:40 AM

800001538838

ORDER NO. : 642707

CUSTOMER NO: 8796A

CUSTOMER: William J. Schifino, Esq  
SCHIFINO & FLEISCHNER

One Tampa City Center, #2700  
201 N. Franklin Street  
Tampa, FL 33602

DOMESTIC FILING

NAME: HEALTH FACTORS MEDICAL, INC.

XX ARTICLES OF INCORPORATION  
CERTIFICATE OF LIMITED PARTNERSHIP

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

XX CERTIFIED COPY  
PLAIN STAMPED COPY  
CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Jennifer Moran

EXAMINER'S INITIALS:

T. BROWN JUL 17 1995

FILED  
95 JUL 17 PM 4:22  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

**ARTICLES OF INCORPORATION  
OF  
HEALTH FACTORS MEDICAL, INC.**

FILED  
95 JUL 17 PM 4:22  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

The undersigned incorporator hereby executes these Articles of Incorporation for the purpose of forming a corporation for profit in accordance with the laws of the State of Florida.

**ARTICLE I.**

Name

The name of this corporation shall be:

**HEALTH FACTORS MEDICAL, INC.**

**ARTICLE II.**

Principal Office and Mailing Address

The address of the principal office and the mailing address of this corporation shall be:

6925 112 Circle North  
Suite 102  
Largo, Florida 34543

**ARTICLE III.**

Business and Purposes

The general purpose for which this corporation is organized is the transaction of any and all lawful business for which corporations may be incorporated under the Florida Business Corporation Act, and any amendments thereto (the "Act"), and in connection therewith, this corporation shall have and may exercise any and all powers conferred from time to time by law upon corporations formed under such Act.

#### **ARTICLE IV.**

##### **Capital Stock**

The aggregate number of shares of capital stock authorized to be issued by this corporation shall be 1,000 shares of common stock with a par value of \$.01 per share. Each share of said stock shall entitle the holder thereof to one vote at every annual or special meeting of the stockholders of this corporation. The consideration for the issuance of said shares of capital stock may be paid, in whole or in part, in cash, in promissory notes, in other property (tangible or intangible), in labor or services actually performed for this corporation, in promises to perform services in the future evidenced by a written contract, or in other benefits to this corporation at a fair valuation to be fixed by the Board of Directors. When issued, all shares of stock shall be fully paid and nonassessable.

#### **ARTICLE V.**

##### **Registered Office and Registered Agent**

The initial registered office of this corporation shall be located at Schifino & Fleischer, P.A., One Tampa City Center, Suite 2700, 201 N. Franklin Street, Tampa, Florida 33602, and the initial registered agent of this corporation at such office shall be William J. Schifino. This corporation shall have the right to change such registered office and such registered agent from time to time, as provided by law.

#### **ARTICLE VI.**

##### **Board of Directors**

The Board of Directors of this corporation shall consist of not less than one (1) nor more than seven (7) members, the exact number of directors to be fixed from time to time by the stockholders or the by-laws. The business and affairs of this corporation shall be managed by the Board of Directors, which may exercise all such powers of this corporation and do all such lawful acts and things as are not by law directed or required to be exercised or done only by the stockholders. A quorum for the transaction of business at meetings of the directors shall be a majority of the number of directors determined from time to time to comprise the Board of Directors, and the act of a majority of the directors present at a meeting at which a quorum is present shall be the act of the Board of Directors. Subject to the by-laws of this corporation, meetings of the directors may be held within or without the State of Florida. Directors need not be stockholders. The stockholders of this corporation may remove any director from office at any time with or without cause.

**ARTICLE VII.**

Initial Board of Directors

The initial Board of Directors of this corporation shall consist of three members, such members to hold office until their successor or successors have been duly elected and qualified. The names of the initial directors are as follows:

James Bertolami  
Scott Conard  
Ann Conard

**ARTICLE VIII.**

Incorporator

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

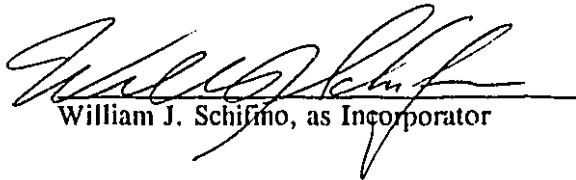
Name

Address

William J. Schifino

Schifino & Fleischer, P.A.  
One Tampa City Center  
Suite 2700  
201 N. Franklin Street  
Tampa, Florida 33602

IN WITNESS WHEREOF, the undersigned has executed these Articles for the uses and purposes therein stated.

  
William J. Schifino, as Incorporator

**ACCEPTANCE OF SERVICE AS REGISTERED AGENT  
FOR**

**HEALTH FACTORS MEDICAL, INC.**

The undersigned, William J. Schifino, having been named as registered agent to accept service of process for the above-named corporation, at the registered office designated in the Articles of Incorporation of said corporation, hereby agrees and consents to act in that capacity. The undersigned is familiar with and accepts the duties and obligations of Section 607.0505, Florida Statutes.

DATED this 12th day of July, 1995.

  
William J. Schifino

FILED  
95 JUL 17 PM 4:22  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

1201 HAYS STREET  
TALLAHASSEE, FL 32301  
904-222-9171  
1-222-9171 FAX

800-342-8086

**P95000055107**



ACCOUNT NO. : 072100000032

REFERENCE : 654062 8796A

AUTHORIZATION : *Patricia Pijet*

COST LIMIT : 987.50

ORDER DATE : August 4, 1995

ORDER TIME : 10:27 AM

000001553276

ORDER NO. : 654062

CUSTOMER NO: 8796A

CUSTOMER: Cindy Ellis, Esq  
Schifino & Fleischner  
One Tampa City Center, #2700  
201 N. Franklin Street  
Tampa, FL 33602

DOMESTIC AMENDMENT FILING

NAME: HEALTH FACTORS MEDICAL, INC.

FILED  
95 AUG -4 PM 2:57  
SECRETARY OF STATE  
TALLAHASSEE FLORIDA

XXX ARTICLES OF AMENDMENT  
       RESTATED ARTICLES OF INCORPORATION

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

XXX CERTIFIED COPY  
       PLAIN STAMPED COPY  
       CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Danny G. Smith

EXAMINER'S INITIALS:

*8/4*  
*John*  
*Stane*  
*Chang*  
*C.C.*

**ARTICLES OF AMENDMENT  
TO  
ARTICLES OF INCORPORATION  
OF  
HEALTH FACTORS MEDICAL, INC.**

**FILED**  
95 AUG -4 PM 2:57  
SECRETARY OF STATE  
TALLAHASSEE FLORIDA

1. The name of the corporation is Health Factors Medical, Inc. (the "Corporation"). The Articles of Incorporation of this Corporation were filed by the Department of State of the State of Florida and became effective on July 17, 1995. The document number of this Corporation is P95000055107.

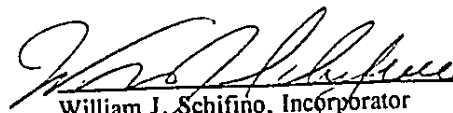
2. Article I of the Articles of Incorporation of this Corporation shall be deleted in its entirety, and in its place and stead shall be substituted the following:

**ARTICLE I. CORPORATE NAME**

The name of this corporation shall be: **Responsive Medical, Inc.**

3. This Amendment was adopted by the sole incorporator of the Corporation on August 1, 1995, before the issuance of any shares, and therefore shareholder action was not required.

The undersigned Incorporator has executed these Articles of Amendment this 2nd day of August, 1995.

  
William J. Schifino, Incorporator



P95000055107

ACCOUNT NO. : 072100000032

REFERENCE : 272239 8796A

AUTHORIZATION : Patricia Puyet

COST LIMIT : \$ 35.00

ORDER DATE : February 25, 1997

ORDER TIME : 1:11 PM

ORDER NO. : 272239-010

000002097840--8

CUSTOMER NO: 8796A

CUSTOMER: Cindy Ellis, Esq  
Schifino & Fleischer  
One Tampa City Center, #2700  
201 North Franklin Street  
Tampa, FL 33602

DOMESTIC FILINGS

NAME: RESPONSIVE MEDICAL, INC.

XX ARTICLES OF DISSOLUTION

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

       CERTIFIED COPY  
XX        PLAIN STAMPED COPY  
       CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Deborah Schroder

EXAMINER'S INITIALS:

N. HENDRICKS FEB 26 1997

RECEIVED  
FEB 25 PM 2:53  
FEB 25 PM 2:53



### ARTICLES OF DISSOLUTION

Pursuant to section 607.1403, Florida Statutes, the undersigned corporation submits the following articles of dissolution:

FILED  
97 FEB 25 PM 3 50  
SECRET  
11/17

- FIRST: The name of the corporation is: Responsive Medical, Inc.  
The document number of the corporation is: P25000055107
- SECOND: The date of dissolution was authorized: February 24, 1997
- THIRD: Adoption of Dissolution (check one)
- ☒ Dissolution was approved by the shareholders. The number of votes cast for dissolution was sufficient for approval.
- ☐ Dissolution was approved by vote of the shareholders through voting groups.

Signed this 24th day of February, 1997.

Responsive Medical, Inc.  
(Corporation Name)

By: [Signature]  
(Chairman or Vice Chairman of the Board, President, or other officer)

Ann Conard  
(Typed or printed name)

President  
(Title)