

09/08/95 13:56

FAS-T CORPORATE AGENTS

(305) 592-9591

P. 001

P950000069857

09/08/95

FLORIDA DIVISION OF CORPORATIONS

1:03 PM

PUBLIC ACCESS SYSTEM

((H95000010000))

ELECTRONIC FILING COVER SHEET

TO: DIVISION OF CORPORATIONS

FROM: FAS-T CORP. AGENTS, INC.

DEPARTMENT OF STATE

8405 NW 53RD ST

STATE OF FLORIDA

SUITE C-100

409 EAST GAINES STREET

MIAMI FL 33166- 311-

TALLAHASSEE, FL 32399

CONTACT: LIDIA FERNANDEZ

FAX: (904) 922-4000

PHONE: (305) 599-0839

FAX: (305) 592-9591

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DOCUMENT TYPE: FLORIDA PROFIT CORPORATION OR P.A.

NAME: MEDIBIST, INC.

FAX AUDIT NUMBER: H95000010000

CURRENT STATUS: REQUESTED

DATE REQUESTED: 09/08/1995

TIME REQUESTED: 13:03:36

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9-12-95



FLORIDA DEPARTMENT OF STATE
Sandra B. Mortham
Secretary of State

September 8, 1995

FAS-T CORP AGENTS INC.
8405 NW 53RD ST STE C-100
MIAMI, FL 33166

SUBJECT: MEDISSIST, INC.
REF: W95000018158

We have received your document for MEDISSIST, INC. . However, the enclosed document has not been filed and is being returned to you for the following reason(s):

The name designated in your document is unavailable since it is the same as, or it is not distinguishable from the name of an existing entity. Simply adding "of Florida" or "Florida" to the end of an entity name DOES NOT constitute a difference. Please select a new name and make the substitution in all appropriate places. One or more words may be added to make the name distinguishable from the one presently on file.

When the document is resubmitted, please return a copy of this letter to ensure that your document is properly handled.

If you have any questions about the availability of a particular name, please call (904) 488-9000.

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) 487-6878.

Terri Buckley
Corporate Specialist

FAX Aud. #: H95000010000
Letter Number: 095A00041626

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

21:11 PM 11 SEP 95

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**ARTICLES OF INCORPORATION
OF**

MEDISSIST STAFFING, INC.

FILED
95 SEP 11 AM 9 07
TALLAHASSEE, FLORIDA

The undersigned incorporator to these Articles of Incorporation hereby forms a corporation under the laws of the State of Florida.

ARTICLE I

NAME

The name of this corporation shall be **MEDISSIST STAFFING, INC.**

ARTICLE II

NATURE OF BUSINESS

The corporation may engage in any activity or business permitted under the laws of the United States and of the State of Florida.

ARTICLE III

CAPITAL STOCK

The maximum number of shares of stock that this corporation is authorized to have outstanding at any one time is 1000 shares of common stock having \$0.01 par value.

ARTICLE IV

TERM OF EXISTENCE

The corporation shall exist in perpetuity.

Prepared by: Patricia Marvin
9585 Collins Avenue # 2210
Surfside, Fl 33154
(305) 444-4320

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ARTICLE V

INITIAL PRINCIPAL OFFICE

The initial street address of the principal office of this corporation in the State of Florida shall be 9585 Collins Avenue, #2210, Surfside, Florida 33154.

ARTICLE VI

INITIAL REGISTERED AGENT AND OFFICE

The Initial Registered Agent and Office of this corporation shall be:

Patricia Marvin
9585 Collins Avenue, #2210
Surfside, Florida 33154

ARTICLE VII

DIRECTORS

- A Each member of the Board of Directors shall be at least eighteen (18) years of age.
- B The corporation shall have one (1) director initially and the number of directors may be increased or decreased pursuant to the Bylaws.

ARTICLE VIII

INITIAL DIRECTORS

The name and address of the members of the initial Board of Directors shall be:

NameAddress

Patricia Marvin

9585 Collins Avenue, #2210
Surfside, Florida 33154

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ARTICLE IX
INCORPORATOR

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

Patricia Marvin
9585 Collins Avenue, #2210
Surfside, Florida 33154

ARTICLE X
AMENDMENT

The board of Directors may amend any part of the Articles of Incorporation, without shareholder action, including but not limited to the amendments permitted under 607.1002 of the Florida Business Corporation Act.

ARTICLE XI
SPECIAL ELECTION

The corporation expressly elects not to be governed by either 607.0901 or 607.0902 of the Florida Business Corporation Act, as each may be amended from time to time, relating to affiliated transactions and control share acquisitions.

ARTICLE XII
PRE-EMPTIVE 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 a shareholder holds at the time of issue bears to the total number of shares outstanding, exclusive of treasury shares. This right shall be deemed waived by any shareholder who does not exercise it and pay for the shares pre-empted within thirty (30) days of receipt of a notice in writing from the corporation, stating the prices, terms and conditions of this issue of shares, and inviting him to exercise his pre-emptive 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.

IN WITNESS WHEREOF, the undersigned has executed these Articles of

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Incorporation this 5th day of September, 1995.


Patricia Marvin, Incorporator

STATE OF FLORIDA

COUNTY OF Dade

The foregoing instrument was acknowledged before me this 5th day of September, 1995, by PATRICIA MARVIN, who is personally known to me or who has produced personally known as identification and who did (did not) take an oath.


SIGNATURE OF NOTARY

Yanin Mesa Benavides
PRINTED NAME OF NOTARY

YANIN MESA DENAVIDES
Notary Public, State of Florida
My Comm. expires Sept 30, 1997
No. CC320075

COMMISSION EXPIRES

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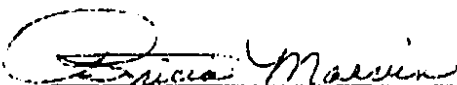
**CERTIFICATE OF DESIGNATION OF
REGISTERED AGENT AND REGISTERED OFFICE**

Pursuant to the provisions of Sections 48.091, 607.0501 and 607.0505, Florida Statutes, the undersigned corporation, organized under the laws of the State of Florida, submits the following statement in designating the registered agent, in the State of Florida.

- 1 The name of the corporation is: **MEDISSIST STAFFING, INC.**
- 2 The name and address of the registered agent and office is:

Patricia Marvin
9585 Collins Avenue, #2210
Surfside, Florida 33154

by:


Patricia Marvin, Incorporator

Dated this 5th day of September, 1995.

HAVING BEEN NAMED TO ACCEPT SERVICE OF PROCESS FOR THE ABOVE-STATED CORPORATION AT THE PLACE DESIGNATED IN THIS CERTIFICATE, 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, AND I ACCEPT THE DUTIES AND OBLIGATIONS OF MY POSITION AS REGISTERED AGENT INCLUDING THOSE CONTAINED IN SECTION 607.0505, FLORIDA STATUTES.


Patricia Marvin, Registered Agent

Dated this 5th day of September, 1995.

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FILED
53 DEC -8 PM 4:01
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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

MEDISSIST STAFFING, INC.

(present name)

H95000013789

FILED

95 DEC -8 PM 4:01

CLERK OF THE CIRCUIT COURT
TALLAHASSEE, FLORIDA

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

- FIRST:** Amendment(s) adopted: *(indicate article number(s) being amended, added or deleted)*
The principal place of business is: 330 SW 27th Ave. # 204
Article VII: Miami, FL 33135
The name and address of the officers and directors are:
President/Secretary: Patricia Marvin 9585 Collins Ave. # 220
Sursife, FL 33154
Treasurer: Mary Marvin 3301 SW 5th St.
Miami, FL 33135
- 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: 11-1-95

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

- ☒ 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)

- ☐ The amendment(s) was/were adopted by the board of directors without shareholder action and shareholder action was not required.
- ☐ The amendment(s) was/were adopted by the incorporators without shareholder action and shareholder action was not required.

Prepared by: Patricia Marvin
330 SW 27th Ave. # 204
Miami, FL 33135
(305) 865-1009

(continued)

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Signed this 1 day of November, 19 95.

Signature 
(By the Chairman or Vice Chairman of the Board of Directors,
President or other officer if adopted by the shareholders)

OR

(By a director if adopted by the directors)

OR

(By an incorporator if adopted by the incorporators)

Patricia Marvin
Typed or printed name

President / Secretary
Title

H95000013789