

P95000000131



Federal Medical Equipment Registry  
(Remarketing Medical Equipment Around The World)

December 6, 1995

Mr. Jim Smith  
Secretary of State  
Division of Corporations  
Florida Department of State  
P.O. Box 6327  
Tallahassee, Florida 32314

000001658200  
-12/11/95--01102--011  
\*\*\*\*\*70.00 \*\*\*\*\*70.00


R: Incorporation of *Federal Medical Equipment Registry*

Enclosed are the original and one copy of the ARTICLES OF INCORPORATION for the above named proposed Florida Corporation. Also enclosed is our check in the amount of \$70.00 representing payment of the required fees.

Please file the enclosed ARTICLES OF INCORPORATION and return a certified copy to the undersigned.

Thank you in advance for your assistance.

Sincerely,

  
Richard A. Kaari  
Secretary for the Corporation  
*Federal Medical Equipment Registry*  
P.O. Box 8685  
Jupiter, FL 33468

FILED  
96 JAN -2 1:25  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

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5000  
1-1-96  
P.O.B. 8685



FLORIDA DEPARTMENT OF STATE

Sandra B. Mortham  
Secretary of State

December 13, 1995

RICHARD A. KAARI  
P.O. BOX 8685  
JUPITER, FL 33468

SUBJECT: FEDERAL MEDICAL EQUIPMENT REGISTRY  
Ref. Number: W95000024116

We have received your document for FEDERAL MEDICAL EQUIPMENT REGISTRY and your check(s) totaling \$70.00. However, the enclosed document has not been filed and is being returned for the following correction(s):

The articles of Incorporation must be prepared in compliance with section 607.0202, Florida Statutes. Please refer to this section of the law.

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) 487-6933.

Dana Farmer  
Document Specialist

Letter Number: 095A00053897



**the Federal Medical Registry, Inc.**

(Remarketing Medical Equipment to the World)

December 28, 1995

Dana Farmer  
Document Specialist  
Florida Department of State  
Division of Corporations  
P.O. Box 6327  
Tallahassee, Florida 32314

SUBJECT: Federal Medical Registry, Inc.

RE: Letter Number: 095A00053897

Enclosed is an original and one (1) copy of the articles of incorporation.

Per your letter you have my check for \$70.00 already.

FROM: Richard A. Kaari  
16965 Freshwind Circle  
Jupiter, FL 33477  
(407) 744-5944

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**ARTICLES OF INCORPORATION  
OF  
THE FEDERAL MEDICAL REGISTRY, INC.**

FILED

96 JAN -2 PM 2:59

SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

The undersigned Incorporate(s), competent to contract, and where required, duly licensed to render the services mentioned in Article II - Purpose, hereby organize and incorporate a business for profit under the laws of the State of Florida.

**Article I - Name**

The name of the corporation shall be **THE FEDERAL MEDICAL REGISTRY, INC.**

**Article II- Purpose**

The Corporation is formed to engage in and conduct any activity or business permitted under the laws of the United States and of this State.

**Article III - General Stock**

The maximum number of shares of stock that this Corporation is authorized to have outstanding at any one time is 1,200 shares of common stock having a nominal or par value of \$1.00 per share. All of said stock shall be issued as fully paid and non-assessable.

The Corporation may restrict the transfer of the shares of its capital stock by any provisions duly recited or referred to on the certificates affected thereby.

Except as may otherwise be provided by the Board of Directors no holder of any shares of the stock of the Corporation shall have any preemptive rights to purchase, subscribe for, or otherwise acquire any shares of stock of the Corporation, or any securities exchangeable for or convertible into such shares, or any warrants or other instruments evidencing rights or options to subscribe form, purchase, or otherwise acquire such shares.

The Corporation shall have the power to create and issue rights, warrants, or options entitling the holders thereof to purchase from the Corporation any shares of its capital stock, upon such terms and conditions and at such times and prices as the Board of Directors may provide, which terms and conditions shall be incorporated in an instrument or instruments evidencing such rights.

In the absence of fraud, the judgement of the Directors as to the adequacy of consideration for the issuance of such rights or options and the sufficiency thereof shall be conclusive.,

**Article IV - Initial Capital**

The Corporation will commence business with not less than \$1,200.00 of it's capital stock fully paid and issued.

#### **Article V - Terms of Existence**

This Corporation shall have perpetual existence unless sooner dissolved according to law. Provided other requirements of the law are satisfied, corporate existence shall begin at the time of acknowledgment of these Articles or upon the date of receipt by the Secretary of State if not received by said office within five days of said acknowledgment.

#### **Article VI - Address**

The principal office of the Corporation shall be 14255 U.S. Highway One, Juno Beach, FL 33408.. The Board of Directors, may, from time to time, move the principal office to any other address in the State of Florida, or establish such branch offices as may be deemed desirable.

#### **Article VII - Director(s)**

The Corporation shall have not less than (1) nor more than nine (9) Directors.. The number of Directors shall be determined by the Stockholders at their annual meeting.

#### **Article VII- Initial Director(s)**

The following are the name(s) and address(s) of the Incorporator(s) is/are as follows:

John McRoberts.  
17465 SE Conch Bar Avenue  
Tequesta, FL 33469

Matthew McRoberts  
17505 SE Indian Hills Drive  
Tequesta, FL 33469

Richard A. Kaari  
16965 Freshwind Circle  
Jupiter, FL 33477

#### **Article X - Initial Registered Office and Agent**

The street address of the initial registered office of the Corporation is 14255 U.S. Highway One, Juno Beach, FL 33408 and the name of the initial registered agent of this Corporation at that address is RICHARD A. KAARI.

#### **Article XI - Amendment**

The Corporation, by vote of the majority of the voting stock of the corporation outstanding, at any regular meeting of the stockholders or at any special meeting of the stockholders called for that purpose, reserves the right to amend, alter, change, or repeal any provision contained in these Articles in the manner now or hereafter prescribed by law and all rights conferred on Stockholders herein are granted subject to this reservation.


### Article XII- Powers

This Corporation shall have all of the corporate powers enumerated in the Florida General Corporation Act.

### Article XIII- Indemnification

The Corporation shall indemnify any present or former officer or director, or person exercising powers and duties of a director, to the full extent now or hereafter permitted by law.

IN WITNESS WHEREOF, I, the undersigned incorporator, have hereunto set my hand and seal this **12th day of December 1995** for the purpose of forming this Corporation under the laws of the State of Florida and I hereby make and cause to be filed in the Office of the Secretary of State of the Florida, these Articles of Incorporation and certify that the facts herein stated are true.

  
\_\_\_\_\_  
RICHARD A. KAARI  
Secretary of the Corporation

\_\_\_\_\_  
STATE OF FLORIDA        )  
COUNTY OF PALM BEACH    )

BEFORE ME, the undersigned authority, personally appeared Richard A. Kaari, to me well known to be the person described in and who executed the foregoing instrument, and he acknowledged before me that he executed the same for the purposes therein expressed and who did not take an oath but who has produced a Drivers License as identification.

WITNESS my hand and official seal this 14TH DAY OF December 1995

  
\_\_\_\_\_  
NOTARY PUBLIC  
NOTARY PUBLIC STATE OF FLORIDA

( S E A L ) My Commission Expires:

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**Certificate of Designation of  
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 AGENT OFFICE/REGISTERED AGENT, IN THE STATE OF FLORIDA.

1. The name of the corporation is: **Mfederal Medical Registry, Inc.**
2. The name and address of the registered agent is:

Richard A. Kaari  
14255 U.S. Highway One  
Juno Beach, Florida 33408

**Acknowledgement by Designated Agent**

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 to act in this capacity 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.

  
\_\_\_\_\_  
RICHARD A. KAARI  
Secretary of the Corporation

12-2-95  
\_\_\_\_\_  
Date

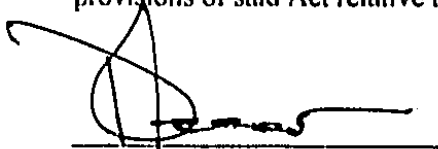
**Certificate Designating Place of Business or  
Domicile for the Service of Process within this State,  
Naming Agent upon Whom (Process May Be Served)**

In pursuance of Chapter 48.091, Florida Statutes, the following is submitted, in compliance with said Act:

That the Federal Medical Registry, Inc. Desires to organize under the laws of the State of Florida, with its principal office, as indicated in the Articles of Incorporation in the Town of Jupiter, County of Palm Beach, State of Florida, and has named Richard A. Kaari located at 14255 U.S. Highway One, Juno Beach, Florida 33408 as it's agent to accept service of process within this State.

**Acknowledgement by Designated Agent**

Having been named to accept service of process for the above stated Corporation, at the place designated in this Certificate, I hereby accept to act in this capacity and agree to comply with the provisions of said Act relative to keeping open said office.



**RICHARD A. KAARI**  
Secretary of the Corporation

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FILED  
96 JUN -2 PM 2:59  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA



P960000000131

January 22, 1996

Mr. Tom Smith, Secretary of State  
Division of Corporations  
P.O. Box 6327  
Tallahassee, FL 32314

TO: Tawana McClellan  
Corporate Specialist  
Division of Corporations

100001698371  
-01/25/96--01096--002  
\*\*\*\*\*35.00 \*\*\*\*\*35.00

Re: Amendment to Articles of Incorporation

1. Please See attached Articles of Amendment to Articles of Incorporation for In which we request a change of our corporate name from: *Federal Medical Registry, Inc.* to *Hospital Shopping Network, Inc.*
2. Enclosed is \$35.00 for filing fee.
3. The attached Amendment has been signed by the original incorporator as adopted by the incorporator and the directors of the corporation.

I would appreciate confirmation that this change has been made.

Thank you in advance for your assistance.

Sincerely,

  
Richard A. Kaari  
Chief Executive Officer  
Hospital Shopping Network, Inc.  
(407) 694-8660

Terry D. Kaari  
16965 Freshwind Circle  
Jupiter, FL 33477

FILED  
SECRETARY OF STATE  
DIVISION OF CORPORATIONS  
96 JAN 26 PM 12:18

nc  
TLL JAN 30 1996

**ARTICLES OF AMENDMENT  
TO  
ARTICLES OF INCORPORATION  
OF  
THE FEDERAL MEDICAL REGISTRY, INC.**

FILED STATE  
SECRETARY OF CORPORATIONS  
JUN 26 PM 12:18

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 adopted: This ARTICLE OF AMENDMENT changes the name of FEDERAL MEDICAL REGISTRY, INC. To *HOSPITAL SHOPPING NETWORK, INC.* /The

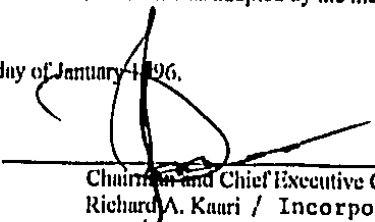
SECOND: No exchange, reclassification or cancellation of issued shares, provisions of the ARTICLES OF INCORPORATION have been made with this amendment.

THIRD: This Amendment to the Articles of Incorporation is made on this 22nd day of January, 1996.

FOURTH: Adoption of Amendment was adopted by the incorporator without shareholder action and shareholder action was not required.

Signed this 22nd day of January 1996.

Signature:

  
Chairman and Chief Executive Officer  
Richard A. Kauri / Incorporator