

P96000009142

LAWRENCE BIELER
ATTORNEY AT LAW

ONE BISCAYNE TOWER SUITE 3250
TWO SOUTH BISCAYNE BOULEVARD
MIAMI, FLORIDA 33131

TELEPHONE (305) 374-8888
TELECOPIER (305) 374-7838

January 23, 1996

Department of State
Attn: Corporate Filings
P.O. Box 6327
Tallahassee, Florida 32314

Re: Incorporation of SMARTMED SYSTEMS, INC.

Dear Filing Section:

Enclosed please find the following:

1. Original and copy of Articles of Incorporation of SMARTMED SYSTEMS, INC.
2. Copy of Name Reservation Letter (Reservation No. R95000005412).
3. Check payable to Department of State in the amount of \$122.50.

Please file the Articles incorporating this entity. Should you have any questions, please feel free to contact me. Thank you for your assistance.

Very truly yours,

Lawrence Bieler

000001638950
-01/26/96--01037--016
****122.50 ****122.50

LB/mtf
Enclosures
smartmed.lir

1-26-96
①

ARTICLES OF INCORPORATION

OF

SMARTMED SYSTEMS, INC.

RECEIVED
JAN 26 AM 9:52
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLE I

Name of Corporation

The name of this corporation is SMARTMED SYSTEMS, INC.

ARTICLE II

Corporate Existence

This corporation shall have perpetual existence.

ARTICLE III

Purpose of Business

The purpose of this corporation is to engage in the transaction of any and all business permitted under the laws of the United States of America and of the State of Florida.

ARTICLE IV

Principal Office

The address of the initial principal office of this corporation is 100 W. Cypress Creek Road, Suite 840, Ft. Lauderdale, Florida 33309.

ARTICLE V

Registered Office

The address of the initial registered office of the corporation is 100 W. Cypress Creek Road, Suite 840, Ft. Lauderdale, Florida 33309. The Board of Directors may from time to time move the registered office to any other address in Florida.

ARTICLE VI

Registered Agent

The initial registered agent of the corporation for accepting service of process pursuant to applicable Florida Statutes, shall be:

Mark Forstein
100 W. Cypress Creek Road, Suite 840
Ft. Lauderdale, Florida 33309

ARTICLE VII

Directors

This corporation shall have not less than one director. The name and address of the initial director of this corporation is:

Mark Forstein
100 W. Cypress Creek Road, Suite 840
Ft. Lauderdale, Florida 33309

The number of directors of this corporation may be set from time to time by resolution adopted by a majority vote of the outstanding common shares.

ARTICLE VIII

Capital Stock

The maximum number of shares of stock in this corporation which it is authorized to have outstanding at any one time is Ten Thousand (10,000) shares of Common Stock at One & 00/100 (\$1.00) Dollars par value. Each stockholder shall be entitled to one (1) vote for each share of stock owned.

ARTICLE IX

Incorporator

The name and address of the incorporator is as follows:

Mark Forstein
100 W. Cypress Creek Road, Suite 840
Ft. Lauderdale, Florida 33309

ARTICLE X

Directors' Liabilities and Rights

No contract, act or transaction of this corporation with any person or persons, firm or other corporations, in the absence of fraud or wrongdoing, shall be affected or invalidated by the fact that any director of this corporation is a party to or interested in such contract, act or transaction, or in any way connected with such person, persons, firm or corporation, and each and every person who may become a director of this corporation is hereby relieved from any liability that might otherwise exist from thus contracting with this corporation for the benefit of himself or any other firm, association or corporation in which he may anywise be interested. Any director of this corporation may vote upon any contract or other transaction between the corporation and any subsidiary or controlled company without regard to the fact that he is also


a director of such subsidiary or controlled company.

ARTICLE XI

Amendment

These Articles of Incorporation may be amended, changed, altered or repealed only by majority vote of the outstanding common shares.

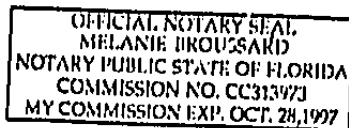
IN WITNESS WHEREOF, the undersigned incorporator has executed these Articles of Incorporation this 23 day of January, 1996.


MARK FORSTEIN, Incorporator

STATE OF FLORIDA)
) SS
COUNTY OF BROWARD)

BEFORE ME, the undersigned authority, this day personally appeared MARK FORSTEIN, personally known to me to be the person described in and who executed the foregoing Articles of Incorporation and who acknowledged before me that same was executed for the uses and purposes therein expressed.

WITNESS my hand and official seal this 24 day of January, 1996.



Melanie B
NOTARY PUBLIC, State of Florida
Name: Melanie Broussard
Commission #: _____
My commission expires: _____

REGISTERED AGENT ACKNOWLEDGEMENT

Having been named Registered Agent for the above named corporation, at the Registered Office designated in this certificate, I hereby acknowledge that I am familiar with and accept the obligations of that position and agree to comply with all legal requirements relative thereto.

Mark Forstein
MARK FORSTEIN
Registered Agent

P96000009142

LAWRENCE BIELER
ATTORNEY AT LAW

ONE BISCAYNE TOWER SUITE 3250
TWO SOUTH BISCAYNE BOULEVARD
MIAMI, FLORIDA 33133

TELEPHONE (305) 344-8800
TELECOPIER (305) 344-8838

May 22, 1996

FILED
MAY 28 AM 7:51
SECRETARY OF STATE
TALLAHASSEE FLORIDA

Division of Corporations
Attn: Amendments Section
P.O. Box 6327
Tallahassee, Florida 32314

200001844022
-05/30/96--01023--017
*****35.00 *****35.00

Re: SMARTMED SYSTEMS, INC. (P96000009142)
Change of Principal Office, Registered Office and Director's Address

Dear Amendments Section:

Enclosed please find the following:

1. Statement of Change of Registered Office Or Registered Agent Or Both For Corporations form.
2. Check payable to Department of State in the amount of \$35.00.

Please amend the records for this corporation to reflect the **change of Registered Office and change of Principal Office and change of the Director's address**. Should you have any questions, please feel free to contact me.

Thank you for your assistance.

Very truly yours,


Lawrence Bieler

RA Chg.

LB/mtf
Enclosures
cc: Smartmed Systems, Inc.
lsmarund4.ltr

VS JUN 7 1996

Florida Department of State, Jim Smith, Secretary of State

STATEMENT OF CHANGE OF REGISTERED OFFICE OR REGISTERED AGENT OR BOTH FOR CORPORATIONS

Pursuant to the provisions of sections 607.0502, 617.0502, 607.1508, or 617.1508, Florida Statutes, the undersigned corporation organized under the laws of the State of FLORIDA submits the following statement in order to change its registered office or registered agent, or both, in the State of Florida.

1a. The name of the corporation is: SMARTMED SYSTEMS, INC.

1b. Date of Incorporation January 26, 1996 Document number 996000009142

2. The name and address of the current registered agent and office:

MARK FORSTEIN 100 W. CYPRESS CREEK ROAD, SUITE 840

FT. LAUDERDALE, FLORIDA 33309

3. The name and address of the new registered agent and office:
(P.O. Box Not Acceptable)

MARK FORSTEIN 4000 ISLAND BOULEVARD, #706

AVENTURA, FLORIDA 33160

****4. Please also change principal office of corporation to this new address. The street address of its registered agent and the street address of the business office and the director's address of its registered agent as changed will be identical.

Such change was authorized by resolution duly adopted by its board of directors or by an officer so authorized by the board.

By: [Signature]
as authorized by
SIGNATURE Mark Forstein

May 21, 1996

DATE

MARK FORSTEIN, DIRECTOR
Typed or printed name and title

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 RELATIVE TO THE PROPER AND COMPLETE PERFORMANCE OF MY DUTIES, AND I AM FAMILIAR WITH AND ACCEPT THE OBLIGATION OF MY POSITION AS REGISTERED AGENT.

NO CHANGE OF
REGISTERED AGENT

SIGNATURE _____
(Registered Agent)

DATE _____

Division of Corporations, P.O. Box 6327, Tallahassee, FL 32314

CR2E045 (7-91)

FILING FEE: \$35.00

P96000009142

LAWRENCE BIELER
ATTORNEY AT LAW

ONE BISCAYNE TOWER SUITE 3250
TWO SOUTH BISCAYNE BOULEVARD
MIAMI, FLORIDA 33133

TELEPHONE (305) 374-8888
TELECOPIER (305) 374-7632

August 2, 1996

Division of Corporations
Attn: Amendments Section
P.O. Box 6327
Tallahassee, Florida 32314

100001815371
-08/07/96--01056--0105
*****35.00 *****35.00

Re: SMARTMED SYSTEMS, INC. (P96000009142)
Amendment to Articles and Change of Registered Office and Agent

Dear Amendments Section:

Enclosed please find the following:

1. Articles of Amendment to Articles of Incorporation.
2. Statement of Change of Registered Office Or Registered Agent Or Both For Corporations. *→ Returned*
3. Check payable to Department of State in the amount of \$35.00.

Please amend the records for this corporation to reflect the changes indicated in the enclosed documents. Should you have any questions, please feel free to contact me.

Thank you for your assistance.

Very truly yours,

Lawrence Bieler

Amend

LB/mtf
Enclosures
smartmed@R. Inc

VS SEP 5 1996

7/51, 6/64, 6/15, 5/24, 6/14

FILED
36 AUG 30 PM 12:28
TALLAHASSEE FLORIDA
SECRETARY OF STATE



FLORIDA DEPARTMENT OF STATE
Sandra B. Mortham
Secretary of State

August 14, 1996

Lawrence Bieler, Esquire
One Biscayne Tower, Suite 3250
Two South Biscayne Blvd.
Miami, FL 33131

SUBJECT: SMARTMED SYSTEMS, INC.
Ref. Number: P96000009142

We have received your document for SMARTMED SYSTEMS, INC. and your check(s) totaling \$35.00. However, the enclosed document has not been filed and is being returned for the following correction(s):

The word "initial" or "first" should be removed from the article regarding directors, officers, and/or registered agent, unless these are the individuals originally designated at the time of incorporation.

The document must contain written acceptance by the registered agent, (i.e. "I hereby am familiar with and accept the duties and responsibilities as registered agent for said corporation"); and the registered agent's signature.

The registered agent acceptance and signature must be included in the Articles of Amendment. Or, it can be filed first, if so there is an additional filing fee of \$35.00 due.

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) 487-6910.

Louise Flemming-Jackson
Corporate Specialist Supervisor

Letter Number: 296A00038673

RECEIVED
95 AUG 30 AM 8:20
DIVISION OF CORPORATIONS

ARTICLES OF AMENDMENT
TO
ARTICLES OF INCORPORATION
OF

FILED
96 AUG 30 PM 12:28
SECRETARY OF STATE
TALLAHASSEE FLORIDA

SMARTMED SYSTEMS, INC.

(present name)

Pursuant to the provisions of section 607.1006, Florida Statutes, this Florida profit 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)

ARTICLE IV is amended to provide that the principal office of the Corporation is:

4101 Ravenswood Road, Suite 219
Dania, Florida 33312-5352

ARTICLE V is amended to provide that the Registered Office is at:

Two S. Biscayne Boulevard, Suite 3250
Miami, Florida 33131

ARTICLE VI is amended to provide that the Registered Agent is:

Lawrence Bieler, Esq.
Two S. Biscayne Boulevard, Suite 3250
Miami, Florida 33131 **

ARTICLE VII is amended to provide that the Directors are:

MARK FORSTEIN, PAUL MAAS and JAMES COFFEY
4101 Ravenswood Road, Suite 219
Dania, Florida 33312-5352

** ACCEPTANCE BY REGISTERED AGENT: I hereby am familiar with and accept the duties and responsibilities as Registered Agent for said Corporation.



Lawrence Bieler

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: July 15, 1996

FOURTH: Adoption of Amendment(s) (CHECK ONE)

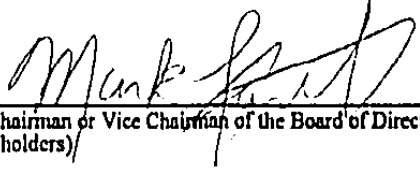
- ☐ The amendment(s) was/were approved by the shareholders. The number of votes cast for the amendment(s) was/were sufficient for approval.
- ☐ The amendment(s) was/were approved by the shareholders through voting groups. *The following statement must be separately provided for each voting group entitled 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.

Signed this 30 day of July, 19 96

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)

MARK FORSTEIN

Typed or printed name

DIRECTOR

Title