

TRANSMITTAL LETTER

P96000100323

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

800002024468--9  
-12/10/96--01074--007  
\*\*\*\*122.50 \*\*\*\*122.50

SUBJECT: HealthCare Professionals, Inc.  
(Proposed corporate name)

Enclosed is an original and one (1) copy of the articles of incorporation and a check for:

<u>      </u> \$70.00	<u>      </u> \$78.50	<u>  x  </u> \$122.50	<u>      </u> \$131.25
Filing Fee	Filing Fee & Certificate	Filing Fee & Certified Copy	Filing Fee, Certified Copy & Certificate

FROM: Stephen C. Shepherd  
7917 Canyon Lake Circle  
Orlando, Florida 32835  
  
(407) 298-9242 Daytime Phone

EFFECTIVE DATE  
Jan. 1, 1997

FILED  
96 DEC -9 AM 10:11  
TALLAHASSEE, FLORIDA  
SECRETARY OF STATE

Dmc  
12/11/96

NOTE: Please provide the original and one copy of the articles.

**STATE OF FLORIDA  
ARTICLES OF INCORPORATION  
FOR-PROFIT CORPORATION**

**FILED**

96 DEC -9 AM 10:11

SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

The undersigned incorporators, for the purpose of forming a corporation under the Florida Business Corporation Act, hereby adopt the following Articles of Incorporation.

**ARTICLE I NAME**

EFFECTIVE DATE

Jan. 1, 1997

The name of the Corporation shall be: HealthCare Professionals, Inc.

**ARTICLE II PRINCIPAL OFFICE**

The principle place of business and mailing address of this corporation shall be:

7917 Canyon Lake Circle  
Orlando, Florida 32835

**ARTICLE III SHARES**

The number of shares of stock that this corporation is authorized to have outstanding at any one time is: 100,000 shares of common stock

**ARTICLE IV INITIAL REGISTERED AGENT AND STREET ADDRESS**

The name and street address of the initial Registered Agent is:

Stephen C. Shepherd  
7917 Canyon Lake Circle  
Orlando, Florida 32835

(See attached form - Registered Agent Acceptance)

**ARTICLE V INCORPORATOR(S)**

The name and street address of each incorporator to these Articles of Incorporation:

Stephen C. Shepherd  
7917 Canyon Lake Circle  
Orlando, Florida 32835

The initial directors of the Corporation are:

Stephen C. Shepherd  
7917 Canyon Lake Circle  
Orlando, Florida 32835

Keith N. Carter  
1015 South Hiawassee Rd. Apt. 3528  
Orlando, Florida 32835

The par value of common stock is set at \$.01 per share.

**ARTICLE VI EFFECTIVE DATE**

The effective date of incorporation is to be January 1, 1997.

The undersigned incorporators have executed these Articles of Incorporation this 6<sup>th</sup> day of December, 1996.

  
\_\_\_\_\_  
Signature

**STATE OF FLORIDA**

**CERTIFICATE OF DESIGNATION OF  
REGISTERED AGENT/REGISTERED OFFICE**

**FILED**

96 DEC -9 AM 10:11

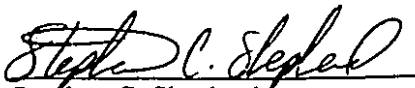
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

**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: **HealthCare Professionals, Inc.**
2. The name and address of the registered agent and office is:

Stephen C. Shepherd  
7917 Canyon Lake Circle  
Orlando, Florida 32835

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.

  
Stephen C. Shepherd  
Registered Agent

12/6/96  
Date

P96000100323

Requestor's Name

Address

**PINNACLE**

Management Concepts

179 W. Michigan St., Suite 208  
Orlando, Florida 32806

Office Use Only

AGENT NUMBER(S), (if known):

(Corporation Name)

(Document #)

2.

(Corporation Name)

(Document #)

3.

(Corporation Name)

(Document #)

4.

(Corporation Name)

(Document #)

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☐ Certificate of Status

FILED  
97 MAR 31 AM 10:01  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

NEW FILINGS	
<input type="checkbox"/>	Profit
<input type="checkbox"/>	NonProfit
<input type="checkbox"/>	Limited Liability
<input type="checkbox"/>	Domestication
<input type="checkbox"/>	Other

AMENDMENTS	
<input type="checkbox"/>	Amendment
<input type="checkbox"/>	Resignation of R.A., Officer/ Director
<input type="checkbox"/>	Change of Registered Agent
<input type="checkbox"/>	Dissolution/Withdrawal
<input type="checkbox"/>	Merger

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-03/31/97--01132--020  
\*\*\*\*\*35.00 \*\*\*\*\*35.00

OTHER FILINGS	
<input type="checkbox"/>	Annual Report
<input type="checkbox"/>	Fictitious Name
<input type="checkbox"/>	Name Reservation

REGISTRATION/ QUALIFICATION	
<input type="checkbox"/>	Foreign
<input type="checkbox"/>	Limited Partnership
<input type="checkbox"/>	Reinstatement
<input type="checkbox"/>	Trademark
<input type="checkbox"/>	Other

NC  
KPS  
4/7

STATE OF FLORIDA  
ARTICLES OF AMENDMENT

TO

HEALTHCARE PROFESSIONALS, INC.

FILED  
97 MAR 31 AM 10:01  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

Pursuant to Section 607.1003, Florida Statutes, the Articles of Incorporation of the above-named Corporation are amended as follows:

1. Article III is hereby amended to read as follows:

ARTICLE III SHARES

The number of shares of stock that this corporation is authorized to have outstanding at any one time is: 125,000 shares of common stock

2. The above amendment has been adopted by action of the Board of Directors and Shareholders by unanimous vote at a meeting held on March 26, 1997, pursuant to Section 607.1003 (6), Florida Statutes.

IN WITNESS WHEREOF the undersigned Vice President of the Corporation has executed this Article of Amendment this 26<sup>th</sup> day of March, 1997.

HEALTHCARE PROFESSIONALS, INC.

By: Keith N. Carter  
Keith N. Carter, Vice-President

STATE OF FLORIDA  
COUNTY OF ORANGE

The foregoing instrument was acknowledged before me on 3/26, 1997 by Keith N. Carter as Vice President of HealthCare Professionals, Inc., a for-profit Florida corporation, on behalf of the corporation. He is personally known to me.

NOTARY SEAL:



"OFFICIAL SEAL"  
Stephen C. Shepherd  
My Commission Expires 12/6/98  
Commission #CC 424882

Stephen C. Shepherd  
Notary Public, State of Florida

P96000100323

Requestor's Name

Address

**PINNACLE**

Management Concepts

179 W. Michigan St., Suite 208  
Orlando, Florida 32806

Office Use Only

IDENT NUMBER(S), (if known):

(Corporation Name)

(Document #)

2.

(Corporation Name)

(Document #)

3.

(Corporation Name)

(Document #)

4.

(Corporation Name)

(Document #)

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☐ Certificate of Status

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SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

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-03/31/97--01132--020  
\*\*\*\*\*35.00 \*\*\*\*\*35.00

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<input type="checkbox"/>	Trademark
<input type="checkbox"/>	Other

NC  
KFF  
4/7

STATE OF FLORIDA  
ARTICLES OF AMENDMENT

TO

HEALTHCARE PROFESSIONALS, INC.

FILED  
91 MAR 31 AM 10:01  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

Pursuant to Section 607.1003, Florida Statutes, the Articles of Incorporation of the above-named Corporation are amended as follows:

1. Article III is hereby amended to read as follows:

ARTICLE III SHARES

The number of shares of stock that this corporation is authorized to have outstanding at any one time is: 125,000 shares of common stock

2. The above amendment has been adopted by action of the Board of Directors and Shareholders by unanimous vote at a meeting held on March 26, 1997, pursuant to Section 607.1003 (6), Florida Statutes.

IN WITNESS WHEREOF the undersigned Vice President of the Corporation has executed this Article of Amendment this 26<sup>th</sup> day of March, 1997.

HEALTHCARE PROFESSIONALS, INC.

By: Keith N. Carter

Keith N. Carter, Vice-President

STATE OF FLORIDA  
COUNTY OF ORANGE

The foregoing instrument was acknowledged before me on 3/26, 1997 by Keith N. Carter as Vice President of HealthCare Professionals, Inc., a for-profit Florida corporation, on behalf of the corporation. He is personally known to me.

NOTARY SEAL:



"OFFICIAL SEAL"  
Stephen C. Shepherd  
My Commission Expires 12/5/98  
Commission #CC 424882

Stephen C. Shepherd  
Notary Public, State of Florida



P96000100323

7917 CANYON LAKE CIRCLE  
Address

ORLANDO, FL 32835  
City/State/Zip

Phone #  
407-398-9272

97 AUG 25 AM 11:08  
RECEIVED  
TALLAHASSEE, FLORIDA

Office Use Only

CORPORATION NAME(S) & DOCUMENT NUMBER(S), (if known):

1. Health Care Professionals, Inc.  
(Corporation Name) (Document #)
2. Amend  
(Corporation Name) (Document #)
3. 400002275874--8  
(Corporation Name) (Document #)  
08/25/97 01024-033  
\*\*\*\*\*35.00 \*\*\*\*\*35.00
4. \_\_\_\_\_  
(Corporation Name) (Document #)

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97 AUG 25 AM 11:09  
TALLAHASSEE, FLORIDA

NEW FILINGS	
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<input type="checkbox"/>	Limited Liability
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<input type="checkbox"/>	Limited Partnership
<input type="checkbox"/>	Reinstatement
<input type="checkbox"/>	Trademark
<input type="checkbox"/>	Other

8/25/97  
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DH  
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**STATE OF FLORIDA  
ARTICLES OF AMENDMENT**

**TO**

**HEALTHCARE PROFESSIONALS, INC.**

Pursuant to Section 607.1003, Florida Statutes, the Articles of Incorporation of the above named Corporation are amended as follows:

1. Article III is hereby amended to read as follows:

**ARTICLE III SHARES**

The number of shares of stock that this corporation is authorized to have outstanding at any one time is: 500,000 shares of common stock.

2. The above amendment has been adopted by action of the Board of Directors and Shareholders by unanimous vote at a meeting held on August 24, 1997, pursuant to Section 607.1003 (6), Florida Statutes.

IN WITNESS WHEREOF the undersigned Secretary of the Corporation has executed this Article of Amendment this 24th day of August, 1997.

HEALTHCARE PROFESSIONALS, INC.

By: Stephen C. Shepherd

Stephen C. Shepherd, President

**STATE OF FLORIDA  
COUNTY OF Leon**

The foregoing instrument was acknowledged before me on August 25, 1997 by Stephen C. Shepherd, President of HealthCare Professionals, Inc., a for-profit Florida corporation, on behalf of the corporation. Florida D.L. # S163-783-52-086-0

NOTARY SEAL:



Nancy C. Williams  
Notary Public, State of Florida

FILED  
AUG 25 AM 11:09  
1997  
TALLAHASSEE, FL 32304