

P960000/2609

CAPITAL CONNECTION, INC.

417 E. Virginia St., Suite 1, Tallahassee, FL 32301, (904)224-8870

Mailing Address: Post Office Box 10349, Tallahassee, FL 32302

TOLL FREE No. 1-800-342-8062

FAX (904) 222-1222

NAME _____

FIRM _____

ADDRESS _____

PHONE () _____

Service: Top Priority _____ Regular _____
One Day Service Two Day Service

To us via _____ Return via _____

Matter No.: _____ Express Mail No. _____

State Fee \$ _____ Our \$ _____

Handwritten signature/initials

REQUEST TAKEN CONFIRMED APPROVED

DATE _____

TIME _____ CK No. _____

BY _____

WALK-IN 2/9 11:00
Will Pick Up

RE: Promedica Systems

Inc.

No. 52280

96 FEB -9 AM 11:44

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

☒ Capital Express™
☒ Art. of Inc. File
____ Corp. Record Search
____ Ltd. Partnership File
____ Foreign Corp. File
☒ () Cert. Copy(s) *photo*

____ Art. of Amend. File
____ Dissolution/Withdrawal **40009171-1214**
____ O U S. **02/09/96-D1013-016**
____ Fictitious Name File *******70.00 *****70.00**

____ Name Reservation
____ Annual Report/Restatement
____ Reg. Agent Service
____ Document Filing

____ Corporate KII
____ Vehicle Search
____ Driving Record
____ Document Retrieval

____ UCC 1 or 3 File
____ UCC 11 Search
____ UCC 11 Retrieval
____ File No.'s, _____ Copies
____ Courier Service
____ Shipping/Handling
____ Phone ()
____ Top Priority
____ Express Mail Prep.
____ FAX () pgs.

SUBTOTALS _____

FEE.....
DISBURSED.....
SURCHARGE.....
TAX on corporate supplies.....
SUBTOTAL.....
PREPAID.....
BALANCE DUE.....

RECEIVED
96 FEB -9 AM 11:44
DIVISION OF CORPORATIONS

Please remit Invoice number with payment
TERMS: NET 10 DAYS FROM INVOICE DATE
1 1/2% per month on Past Due Amounts
Past 30 Days, 18% per Annum.

THANK YOU
from
Your Capital Connection

ARTICLES OF INCORPORATION

OF

Promedica Systems, Inc.

FILED

96 FEB -9 AM 11:44

**SECRETARY OF STATE
TALLAHASSEE, FLORIDA**

The undersigned subscriber to these Articles of Incorporation, a natural person competent to contract, hereby forms a corporation under the laws of the State of Florida.

ARTICLE I - CORPORATE NAME

The name of the corporation is:

Promedica Systems, Inc.

ARTICLE II - DURATION

The corporation shall exist perpetually unless dissolved according to Florida law.

ARTICLE III - PURPOSE

The corporation is organized for the purpose of engaging in any activities or business permitted under the laws of the United States and the State of Florida.

ARTICLE IV - CAPITAL STOCK

The corporation is authorized to issue One Hundred Thousand (100,000) shares of "Common Stock" and shall be issued without par value and shall be sold at a consideration set by the Board of Directors.

ARTICLE V - INITIAL REGISTERED OFFICE AND AGENT

The principal office and the mailing address of the corporation is:

5501 Airport Boulevard
Tampa, Florida 33634

The name and street address of the Initial Registered Agent of this Corporation is:

James T. Spann
5501 Airport Boulevard
Tampa, Florida 33634

ARTICLE VI - INITIAL BOARD OF DIRECTORS

This corporation shall have one (1) Director initially. The number of Directors may be either increased or diminished from time to time by the By-Laws, but shall never be less than one (1). The name and address of the initial Director of the corporation is as follows:

James T. Spann
5501 Airport Boulevard
Tampa, Florida 33634

ARTICLE VII - INCORPORATORS

The name and address of the incorporator signing these Articles of Incorporation is as follows:

M. Helen Spann
5501 Airport Boulevard
Tampa, Florida 33634

IN WITNESS WHEREOF, the undersigned subscriber has executed these Articles of Incorporation this day of February, 1996.

M. Helen Spann (seal)
M. HELEN SPANN

STATE OF FLORIDA)

SS

COUNTY OF HILLSBROUGH)

BEFORE ME, a Notary Public authorized to take acknowledgements in the State and County set forth above, personally appeared M. Helen Spann, who is personally known to me or who has produced FLD As identification and known to be the person who executed the foregoing Articles of Incorporation, and who acknowledged before me that she executed the foregoing Articles of Incorporation.

IN WITNESS WHEREOF, I have hereunto affixed my hand and seal, in the State and County aforesaid, this 1st day of February, 1996.

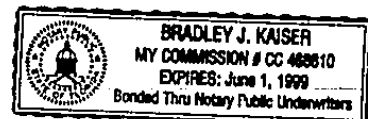
SIGN:

PRINT:

NOTARY PUBLIC

Bradley J. Kaiser

State of Florida at Large



**CERTIFICATE AND ACKNOWLEDGEMENT
OF REGISTERED AGENT**

**CERTIFICATE OF REGISTERED AGENT
OF**

Promedica Systems, Inc.

FILED

96 FEB -9 AM 11:44

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Pursuant to Florida Statutes Sections 48.091 and 607.0501,
the following is submitted: The above corporation, desiring
to organize under the laws of the State of Florida with its
registered office as indicated in the Articles of

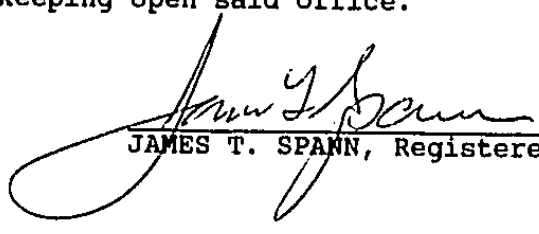
Incorporation at: 5501 Airport Boulevard
Tampa, Florida 33634

has named James T. Spann

located at the aforesaid address, as its Registered Agent to
accept service of process within this state.

ACKNOWLEDGEMENT

Having been named as Registered Agent to accept service of
process for the above stated corporation at the place
designated in this certificate, and being familiar with the
obligations of that position, I hereby accept to act in this
capacity, and agree to comply with the provisions of Florida
Law in keeping open said office.


JAMES T. SPANN, Registered Agent