

4-17-1996 2:59 PM

FROM MACLEOD/MCGINNIS, PA 941 597

P.2

4/17/96  
2:59 PM

FLORIDA DIVISION OF CORPORATIONS

PUBLIC ACCESS SYSTEM

((H96000005420))

ELECTRONIC FILING COVER SHEET

TO: DIVISION OF CORPORATIONS

FROM: MACLEOD & MCGINNESS

DEPARTMENT OF STATE

1800 SECOND STREET

STATE OF FLORIDA

SUITE 750

409 EAST GAINES STREET

SARASOTA FL 34236- 00

TALLAHASSEE, FL 32399

CONTACT: PEGGY HOWSER

FAX: (904) 922-4000

PHONE: (941) 954-8788

FAX: (941) 954-5974

((H96000005420))

DOCUMENT TYPE: FLORIDA PROFIT CORPORATION

OR P.A.

NAME: ROTEX/ENT, INC.

FAX AUDIT NUMBER: H96000005420

CURRENT STATUS: REQUESTED

DATE REQUESTED: 04/17/1996

TIME REQUESTED: 13:59:36

CERTIFIED COPIES: 1

CERTIFICATE OF STATUS: 0

NUMBER OF PAGES: 3

METHOD OF DELIVERY: FAX

ESTIMATED CHARGE: \$122.50

ACCOUNT NUMBER:

102223000620

Note: Please print this page and use it as a cover sheet when submitting

documents to the Division of Corporations. Your document cannot be processed

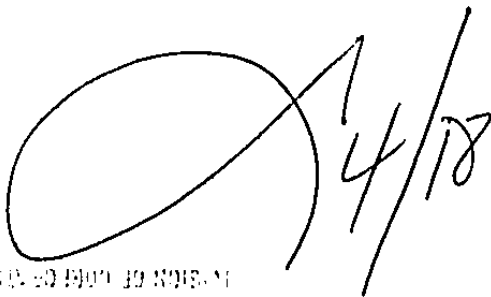
without the information contained on this page. Remember to type the Fax Audit

number on the top and bottom of all pages of the document.

((H96000005420))

\*\* ENTER 'M' FOR MENU. \*\*

ENTER SELECTION AND <CR>:



FILED TO FILED TO FILED

95 APR 17 PM 2:54

02 APR 1996

FILED  
96 APR 17 PM 5:50  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

FAX AUDIT #: H96000005420

**ARTICLES OF INCORPORATION**

**OF**

**ROTEX/ENT, INC.**

FILED  
96 APR 17 PM 5:50  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

The undersigned, for the purpose of forming a corporation under the Florida Business Corporation Act, Chapter 607 of the Florida Statutes, hereby adopts the following Articles of Incorporation:

**Article 1. Name.** The name of the Corporation is:

**ROTEX/ENT, INC.**

**Article 2. Mailing Address.** The mailing address of the Corporation is:

Clare A. Moore  
444 St. Armands Circle  
Sarasota, Florida 34236

**Article 3. Duration.** The duration of the Corporation is perpetual.

**Article 4. Purpose.** The general purposes for which the Corporation is organized are the following:

A. To engage in and transact any lawful business for which corporations may be incorporated under the Florida General Corporation Act. No other purpose limits this general purpose in any way.

B. To do such other things as are incidental to the purposes of the Corporation or necessary or desirable in order to accomplish them.

Prepared by: W. Lee McGinness  
MacLeod & McGinness, P.A.  
1800 Second Street, Suite 750  
Sarasota, Florida 34236  
(941) 954-8788  
Atty Bar #520550

FAX AUDIT #: H96000005420

FAX AUDIT #: H96000005420

Article 5. Capital Stock. The aggregate number of shares which the Corporation is authorized to issue is 10,000 shares of common stock. Such shares shall be of a single class and shall have \$0.10 par value.

Article 6. Initial Registered Office and Agent. The street address of the Initial Registered Office of the Corporation is 1800 Second Street, Suite 750, Sarasota, Florida 34236, and the name of its Initial Registered Agent at that address is W. LEE MCGINNESS.

Article 7. Incorporator. The name and address of the Incorporator is as follows:

W. LEE MCGINNESS	1800 Second Street, Ste. 750 Sarasota, Florida 34236
------------------	---

Article 8. Amendment. The Corporation reserves the right to amend or repeal any provisions contained in these Articles of Incorporation or any amendment to them, and any right conferred upon the Shareholders is subject to this reservation.

Article 9. Indemnification. The Corporation shall indemnify each Officer and Director, including former Officers and Directors, to the full extent permitted by law.

Article 10. Commencement of Corporate Existence. In accordance with Section 607.0203, Florida Statutes, the date when corporate existence shall commence is the date of execution by the incorporator of these Articles of Incorporation. In the event these Articles of Incorporation are not filed within the time period set forth in Section 607.0203, Florida Statutes, the date when corporate existence shall commence is the date of filing by the Secretary of State.

IN WITNESS WHEREOF, the undersigned Incorporator has signed these Articles of Incorporation on this 17 day of April, 1996.

  
\_\_\_\_\_  
W. LEE MCGINNESS  
Incorporator

FAX AUDIT #: H96000005420

4-17-1996 2:00AM

FROM MACLEOD/MCGINNESS, PA 941 954 5974

P. 5

FAX AUDIT #: H96000005420

**ACCEPTANCE BY REGISTERED AGENT**

The undersigned hereby accepts the appointment as Registered Agent of ROTEX/ENT, INC., which is contained in the foregoing Articles of Incorporation, and agrees to comply with the provisions of all statutes relative to the proper and complete performance of my duties, and accepts the duties and obligations of Section 607.0505, Florida Statutes.

DATED this 17 day of April, 1996.



W. LEE MCGINNESS  
Registered Agent

FILED  
96 APR 17 PM 5:50  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

FAX AUDIT #: H96000005420