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# TRAPPE & DUSSEAULT, P. A.

ATTORNEYS AT LAW

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Owen S. Trappe, Jr. Brian A. Dunneault Telephone (904)769-6139

June 5, 1996

Attorneys' Title Insurance Fund, Inc. 660 East Jefferson Street, Suite 200 Tallahassee, Florida 32301

Attn: Barbara Keys

Re: SANDS INSTRUMENTS, INC.

900001857719 -06/11/96--01035--012 \*\*\*\*\*70.00 \*\*\*\*\*70.00

Dear Ms. Keys:

Please find enclosed the original and a copy of the Articles of Incorporation for Professional Corporation for Sanda Instruments, Inc. I have also enclosed a check in the amount of \$70.00 to cover the costs of the filing fees in this matter. I would appreciate your firm handling the delivery of these papers and returning the conformed copy of the Articles of Incorporation to me by regular mail.

Finally, I am enclosing a letter of authorization for your company to file the enclosed corporate documents. If you need any additional information, please do not hesitate to contact me.

Sincerely

Stan Trappe

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#### ARTICLES OF INCORPORATION

SORPORATION FILED

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OF

### SANDS INSTRUMENTS, INC.

#### ARTICLE I

The name of this corporation shall be SANDS INSTRUMENTS, INC.

#### **ARTICLE II**

This corporation shall have perpetual existence.

#### **ARTICLE III**

The primary purpose of this corporation shall be to engage in the business of selling surgical instruments and the transaction of any and all lawful business for which a corporation may be incorporated under the laws of the State of Florida.

#### ARTICLE IV

The amount of capital stock authorized shall be 1,000 shares of common stock having a par value of One Dollar (\$1.00) per share, making a total authorized capital stock of One Thousand Dollars (\$1,000.00).

#### ARTICLE V

The street address of the corporation's initial registered office is 22003 Front Beach Road, Panama City Beach, Florida 32413. The name of the corporation's initial registered agent at such address is Susan Marie Wiggins. The street address of the corporation's principal office is 22003 Front Beach Road, Panama City Beach, Florida 32413. The street address of the registered office and business address is the same.

#### ARTICLE VI

The amount of capital with which this corporation shall begin its business ventures is not less than One Thousand Dollars (\$1,000.00).

#### **ARTICLE VII**

The management of the corporate affairs of this corporation shall be managed by the Board of Directors.

#### **ARTICLE VIII**

The number of directors constituting the initial Board of Directors shall be not less than two (2) nor more than five (5).

# ARTICLE IX

The name and address of each person who is to serve as a member of the initial Board of Directors are:

Sue Carolyn Day, 6999 Willowdale Dr., Cincinnati, OH 45248

Susan Marie Wiggins, 22003 Front Beach Road, Panama City Beach, Florida 32413

# ARTICLE X

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

Susan Marie Wiggins, 22003 Front Beach Rd., Panama City Beach, Florida 32413

# **ARTICLE XI**

These Articles of Incorporation may be amended in the manner provided

by law.

IN WITNESS WHEREOF, the undersigned has made and subscribed this the Articles of Incorporation at Panama City, Florida, for the uses and purposes herein expressed this 7th day of June, 1996.

SUSAN MARIE WIGGINS, Incorporator

#### STATE OF FLORIDA COUNTY OF BAY

I hereby certify that on this day, before, me, an officer authorized to administer oaths and take acknowledgments, personally appeared SUSAN MARIE WIGGINS known to me to be the person described in and who executed the foregoing instrument, who acknowledged before me that she executed the same, and an oath was not taken.

Check one:)  Linda C. Mummert Notary Public, State of Florida Commission Number: cc 501052 Commission Expires: 10/11/99	Said person(s) is/are personally known to me. Said person(s) provided me the following type of identification Fla. D.L. #W252-793-47-748-0 Witness my hand and official seal in the County and State last aforesaid this 7th day of June, 1996.
	Linda C. mummert
	Notary Signature Linda C. Mummert
	Printed Name

# CERTIFICATE DESIGNATING PLACE OF BUSINESS OR DOMICILE FOR THE SERVICE OF PROCESS WITHIN THIS JULY 1 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:

First - That SANDS INSTRUMENTS, INC., desiring to organize under the laws of the State of Florida, with its principal office, as indicated in the Articles of Incorporation, at the City of Panama City Beach, County of Bay, State of Florida. has named SUSAN MARIE WIGGINS, located at 22003 Front Beach Road, City of Panama City Beach, County of Bay, State of Florida, as its agent to accept service of process within this State.

<u>June 7, 1996</u> Dated

# ACKNOWLEDGMENT: (MUST BE SIGNED 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 provision of said Act relative to keeping open said office.

STATE OF FLORIDA COUNTY OF BAY

I hereby certify that on this day, before, me, an officer authorized to administer oaths and take acknowledgments, personally appeared SUSAN MARIE WIGGINS known to me to be the person described in and who executed the foregoing instrument, who acknowledged before me that she executed the same, and an oath was not taken.

(Check one:)

Said person(s) is/are personally known to me. 

Said person(s) provided me the following type of **E**K identification Fla. D.L. #W252-793-47-748-0 Witness my hand and official seal in the County and State last aforesaid this 7th day of April, 1996.

Notary Signature

Linda C. Mummert

Printed Name

Linda C. Mummert Notary Public, State of Florida Commission Number: cc 501052 Commission Expires: 10/11/99