

P 960000 56 985

Carlyle Holder

Requestor's Name

520 Sandin Ave.

Address

Daytona Beach FL 32114

City/State/Zip

Phone #

Office Use Only

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

1. Progressive Medical, Inc.

(Corporation Name)

(Document #)

2.

(Corporation Name)

(Document #)

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-07/03/96--01053--013  
\*\*\*\*122.50 \*\*\*\*122.50

3.

(Corporation Name)

(Document #)

4.

(Corporation Name)

(Document #)

☐ Walk in

☐ Pick up time

☐ Certified Copy

☐ Mail out

☐ Will wait

☐ Photocopy

☐ Certificate of Status

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

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

FILED  
5 JUL -2 AM 10:27  
CLERK OF STATE  
TALLAHASSEE, FLORIDA

**ARTICLES OF INCORPORATION**

**OF**

**PROGRESSIVE MEDICAL, INC.**

**( a Corporation for Profit)**

**FILED**

**96 JUL -2 AM 10:25**

**SECRETARY OF STATE  
TALLAHASSEE, FLORIDA**

The undersigned, acting as incorporators of a Corporation under the Florida General Corporation Act, adopt the following Articles of Incorporation for such Corporation:

**ARTICLE I - NAME**

The name of the Corporation shall be **PROGRESSIVE MEDICAL, INC.**

**ARTICLE II - TERM OF EXISTENCE**

The period of duration of the Corporation is perpetual.

**ARTICLE III - NATURE OF BUSINESS**

The purpose for which the Corporation is organized is to do all things that are not forbidden by the Florida Corporation Laws or by other laws or by these Articles of Incorporation, and to carry out the said purposes in any state, territory, district, or possession of the United States, or in any foreign country, to the extent that these purposes are not forbidden by the law of the state, territory, district, or possession of the United States, or by the foreign country.

**ARTICLE IV - CAPITAL STOCK**

**Number.** The aggregate number of shares that the Corporation shall have the authority to issue is 1,000 shares of Capital Stock with a par value of \$1.00 per share.

**Stated Capital.** The sum of the par value of all shares of Capital Stock of the Corporation that have been issued shall be the stated capital of the Corporation at any particular time.

**Dividends.** The holder(s) of the outstanding Capital Stock shall be entitled to receive, when and as declared by the Board of Directors, dividends payable either in cash, in property, or in shares of the Capital Stock of the Corporation.

#### **ARTICLE V - REGISTERED OFFICE AND AGENT**

The initial street address in Florida of the initial registered office of the Corporation is 520 Sandra Avenue, Daytona Beach, Florida 32114 and the name of the initial registered agent is Carlyle Holder, 520 Sandra Avenue, Daytona Beach, Florida 32114, and his signature below connotes acceptance of this designation.

#### **ARTICLE VI - DIRECTORS**

The initial Board of Directors and Officers shall consist of one (1) member, who need not be a resident of the State of Florida or a Shareholder of the Corporation.

The name and address of the person who shall serve as an officer until the first annual meeting of shareholders or until their successors have been elected and qualified, is as follows:

<b>NAME</b>	<b>ADDRESS</b>
Carlyle Holder	520 Sandra Avenue, Daytona Beach, FL 32114

#### **ARTICLE VII - INCORPORATORS**

The name and address of the initial incorporator is as follows:

**NAME**  
Carlyle Holder

**ADDRESS**  
520 Sandra Avenue, Daytona Beach, FL 32114

#### **ARTICLE VIII - AMENDMENTS**

The shareholders shall have the power to adopt, amend, alter, change or repeal the Articles of Incorporation when proposed and approved at a stockholders' meeting, with not less than a two-thirds vote of the common stock.

#### **ARTICLE IX - PREEMPTIVE RIGHTS**

The holders of the common stock of this Corporation shall have preemptive rights to purchase, at prices, terms and conditions that shall be fixed by the Board of Directors, such as the shares of the stock of this Corporation as may be issued for money or any stock or services, from time to time, in addition to that stock authorized and issued by the Corporation.

The preemptive right of any holder is determined by the ratio of the authorized and issued shares of common stock held by the holder of all shares of common stock currently authorized and issued.

**IN WITNESS WHEREOF**, the undersigned has made and subscribed of these Articles of Incorporation on the 10<sup>th</sup> day of June, 1996.

**STATE OF FLORIDA  
COUNTY OF ORANGE**

**BEFORE ME**, the undersigned authority personally appeared, Carlyle Holder who are to me well known to be the persons described in and who subscribed the above Articles of Incorporation, and they did freely and voluntarily acknowledge before me according to law that they made and subscribed to the same for the uses and purposes therein mentioned and set forth.

**IN WITNESS WHEREOF**, I have hereunto set my hand and official seal, at the aforesaid State and County, this 10<sup>th</sup> day of June, 1996.

*Nancy C Ostwald Prill*

**NOTARY PUBLIC**

My Commission Expires:



NANCY C OSTWALD PRILL  
My Commission CC327594  
Expires Nov. 02, 1997  
Bonded by HAI  
800-422-1888

**CERTIFICATE DESIGNATING PLACE OF BUSINESS OR DOMICILE FOR  
THE SERVICE OF PROCESS WITHIN FLORIDA, NAMING AGENT UPON  
WHOM PROCESS MAY BE SERVED.**

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In compliance with Section 48.091, Florida Statutes, the following is submitted:

**PROGRESSIVE MEDICAL, INC.**, desiring to organize or qualify under the laws of the State of Florida, with its principal place of business at 520 Sandra Avenue, Daytona Beach, County of Volusia, State of Florida, has named **CARLYLE HOLDER**, located at 520 Sandra Avenue, Daytona Beach, Florida 32114, as its agent to accept service of process within Florida.

Signature

  
(Corporate Officer)

Title President

Date

6/10/96

Having been named to accept service of process for the above stated corporation, at the place designated in this certificate, I hereby agree to act in this capacity, and I further agree to comply with the provisions of all statutes relative to the proper and complete performance of my duties.

Signature

  
**CARLYLE HOLDER**

Title

Agent

Date

6/10/96

CLERK OF STATE  
TALLAHASSEE, FLORIDA

96 JUL -2 AM 10:24

FILED