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TAMPA, FL 33601  
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P96000066991



PRIME HALL  
LEGAL & FINANCIAL SERVICES ACCOUNT NO. : 072100000032

REFERENCE : 050840 82621A

AUTHORIZATION :

*Patricia Pyzdek*

COST LIMIT : \$ 122.50

ORDER DATE : August 12, 1996

ORDER TIME : 3:19 PM

ORDER NO. : 050840

CUSTOMER NO: 82621A

CUSTOMER: David A. Schwartz, Esq  
PAULA L. SCHWARTZ, ESQ

700001919647

Suite 204  
8181 West Broward Boulevard  
Plantation, FL 33324

DOMESTIC FILING

NAME: TELEMEDICAL RESOURCES, INC.

EFFECTIVE DATE:

☒ ARTICLES OF INCORPORATION  
☐ CERTIFICATE OF LIMITED PARTNERSHIP

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

☒ CERTIFIED COPY  
☐ PLAIN STAMPED COPY  
☐ CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Michael E. Klunk

EXAMINER'S INITIALS:

*8/13/96*

FILED  
SECRETARY OF STATE  
DIVISION OF CORPORATIONS  
95 AUG 12 AM 9:17

RECEIVED  
96 AUG 12 PM 4:08  
DIVISION OF CORPORATIONS

FILED  
SECRETARY OF STATE  
DIVISION OF CORPORATIONS

96 AUG 12 AM 9:17

**ARTICLES OF INCORPORATION  
OF  
TeleMedical Resources, Inc.**

I, the undersigned, hereby make, subscribe, acknowledge, and file these Articles of Incorporation for the purpose of becoming a corporation under the laws of the State of Florida.

**ARTICLE I**

**IDENTIFICATION**

The name of this corporation is TeleMedical Resources, Inc., having a principal place of business at 9965 Miramar Parkway, Suite 293, Miramar, Florida 33025.

**ARTICLE II**

**DURATION**

This corporation shall have perpetual existence which shall commence at the date of the filing of these Articles with the Secretary of State.

**ARTICLE III**

**AUTHORIZED SHARES**

The capital stock of this corporation shall consist of 2,000 Shares of Common Stock of One Dollar (\$.10) par value each, all or part of said stock to be issued from time to time as may be determined by the Board of Directors. On dissolution or liquidation of the corporation, holders of the stock shall be entitled to distribution ratably as their holdings may appear upon the stock record of the corporation.

#### **ARTICLE IV**

##### **REGISTERED AGENT AND OFFICE**

The initial registered agent of this corporation and his address is as follows: David A. Schwartz, Esquire, 8181 West Broward Boulevard, Suite 204, Plantation, Florida 33324.

#### **ARTICLE V**

##### **INCORPORATOR**

The name and address of the Incorporator of these Articles of Incorporation is as follows: C. Robert Mueller, 9590 S.W. 11th Street, Pembroke Pines, Florida 33025.

#### **ARTICLE VI**

##### **ADDITIONAL PROVISIONS**

The following additional provisions for the regulation of the business and for the conduct of the affairs of the corporation, and creating, dividing, limiting, and regulating the powers of the corporation, its stockholders, and Directors are hereby adopted as a part of these Articles of Incorporation:

1. The Board of Directors from time to time shall determine whether and to what extent, and at what times and places, and under what conditions and regulations, the accounts and books of the corporation, or any of them, shall be opened to the inspection of the stockholders, and no stockholder shall have the right to inspect any account or document of the corporation except as conferred by a statute or authorized by the Board of Directors or by resolution of the stockholders.

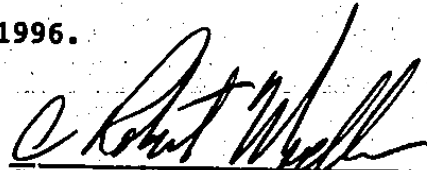
2. No person shall be required to own, hold, or control stock in the corporation as a condition precedent to holding an office in this corporation.

3. Except as otherwise provided by law, the Directors may prescribe a method or methods for replacement of lost certificates, and may prescribe reasonable conditions by way of security upon the issuance of new certificates therefor.

4. This corporation shall indemnify any officer or Director, and any former officer or Director, to the full extent provided by law. This corporation may provide such indemnification, or a portion thereof, through the purchase of insurance.

5. The power to adopt, alter, and repeal By-laws shall be in the Board of Directors of the corporation or in the stockholders; By-laws adopted by the Board of Directors may be altered or repealed by the stockholder and vice versa, except that the stockholders may prescribe in any By-law made by them that such By-law shall not be altered, amended, or repealed by the Board of Directors.

IN WITNESS WHEREOF, the undersigned, has made and subscribed these Articles of Incorporation at the City of Plantation, Broward County, Florida, for the uses and purposes aforesaid this 9th day of August, 1996.

  
C. ROBERT MUELLER  
INCORPORATOR

STATE OF FLORIDA )  
: ss.  
COUNTY OF BROWARD )

BEFORE ME, the undersigned authority, personally appeared C. Robert Mueller, who is to me well known to be the person described in and who subscribed the above and foregoing Articles of Incorporation; and he has freely and voluntarily acknowledged before me according to law that he made and subscribed the same for the uses and purposes therein mentioned and set forth.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed my official seal, at Plantation, Broward County, Florida, this 9<sup>th</sup> day of August, 1996.

David A. Schwartz  
(Signature of Notary Public -  
State of Florida)

My Commission Expires:

DAVID A. SCHWARTZ  
Notary Public, State of Florida  
My Comm. Expires June 25, 1998  
No. CC 379291  
Bonded Thru Official Notary Service

Personally Known ☐ OR Produced Identification ☒  
Type of Identification Produced: FLA DRIVERS LICENSE

DID Take Oath ☐ OR DID NOT Take Oath ☒

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

In pursuance of Chapter 607, Florida Statutes, the following is submitted in compliance with said Act:

TeleMedical Resources, 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 Miramar, County of Broward, State of Florida, has named David A. Schwartz, as its agent to accept service of process within this state.

**ACKNOWLEDGEMENT:**

Having been named to accept service of process for the above stated corporation, at place designated in this certificate, I hereby accept to act in this capacity and I agree to comply with the provision of said Act relative to keeping open said office and I accept the obligations of Section 607.0505 of the Florida Statutes.

By

  
**DAVID A. SCHWARTZ**  
Registered Agent

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FILED  
SECRETARY OF STATE  
DIVISION OF CORPORATIONS  
96 AUG 12 AM 9:17