

P960000100775

TRANSMITTAL LETTER

Department of State
Division of Corporations
P.O. Box 6327
Tallahassee, FL 32314

SUBJECT: Campu-Doc Inc
(Proposed corporate name - must include suffix)

000002027510-3
-12/12/96-01079-003
*****70.00 *****70.00

Enclosed is an original and one (1) copy of the articles of incorporation and a check for:

☒ \$70.00
Filing Fee

☐ \$78.75
Filing Fee
& Certificate

☐ \$122.50
Filing Fee
& Certified Copy

☐ \$131.25
Filing Fee,
Certified Copy
& Certificate

FROM:

Robert W. Dee
Name (printed or typed)

1010 Broadway
Address

Dunedin FL 34698
City, State & Zip

813-7342601
Daytime Telephone number

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
96 DEC 12 PM 1:12

NOTE: Please provide the original and one copy of the articles.

gf/12/96

ARTICLES OF INCORPORATION
OF
COMPU-DOC, INC.

FILED
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ARTICLE I - NAME

The name of this corporation is
COMPU-DOC, INC.

ARTICLE II - ADDRESS

The address of this corporation is
1010 BROADWAY
DUNEDIN, FL 34698

ARTICLE III

This corporation is authorized to issue 1,000 shares of \$1.00 par value common stock.

ARTICLE IV - INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial registered office of this corporation is 1010 Broadway,
Dunedin, FL 34698 and the name of the registered agent is Robert W. Dee.

ARTICLE V - DURATION

This corporation shall exist perpetually.

ARTICLE VI - PURPOSE

The general purpose of this corporation is to transact any and all lawful business and to
have and to exercise all powers necessary to effect its purpose.

ARTICLE VII - PREEMPTIVE RIGHTS

Every shareholder, upon the sale for cash of any new stock of this corporation of the
same kind, class or series as that which he or she already holds, shall have the right to
purchase his or her pro rata share thereof (as nearly as may be done without issuance
of fractional shares) at the price at which it is offered to others, except that shareholder
shall not have any preemptive rights when stock is being purchased by any other
shareholder under any stock purchase agreement.

ARTICLE VIII INCORPORATORS

The name and address of the person (s) signing these articles of incorporation is:

Robert W. Dee
1010 Broadway
Dunedin, Florida 34698

ARTICLE IX- BYLAWS

The power to adopt, alter, amend or repeal bylaws shall be vested in the shareholders.

ARTICLE X - CALLING OF SPECIAL MEETINGS

Special meetings of shareholders may be called by thirty three and one-third percent of the shares of this corporation.

ARTICLE XI - SHAREHOLDER QUORUM AND VOTING

Fifty percent (50%) plus one (1) of the shares entitled to vote, represented in person or by proxy, shall constitute a quorum at a meeting of shareholders. If a quorum is present, the affirmative vote of 50% plus one (one) of the shares represented at the meeting and entitled to vote on the subject matter shall be the act of the shareholders.

ARTICLE XII - GREATER VOTING REQUIREMENTS FOR SHAREHOLDERS WITH RESPECT TO MERGER, ACQUISITION OR LIQUIDATION

The affirmative vote of 66 2/3% of the shares of this corporation entitled to vote thereon shall be required for the authorization of dissolution of the corporation or for merger, acquisition or liquidation.

ARTICLE XIII - APPROVAL OF SHAREHOLDERS REQUIRED FOR MERGER

The approval of the shareholders of this corporation to any plan of merger shall be required in every case, whether or not such approval is required by law.

ARTICLE XIV - RIGHTS OF SHAREHOLDERS TO DISSENT

The shareholders of this corporation shall have the right to dissent from any corporate actions from which shareholders are entitled to dissent under the Florida General Corporation Act, even though on the date fixed to determine the shareholders entitled to vote on such corporate actions the shares of this corporation were registered on a national securities exchange or held of record by not less than 2,000 shareholders.

ARTICLE XV - SHAREHOLDERS MEETING REQUIRED

Any action of the shareholders of this corporation must be taken at a meeting of shareholders of this corporation, duly called as provided by law.

ARTICLE XVI - MANAGEMENT OF CORPORATION BY SHAREHOLDERS

All corporate powers shall be exercised by or under the authority of, and the business and affairs of this corporation shall be managed under the direction of the shareholders of this corporation.

ARTICLE XVII - POWERS

This corporation shall have all of the corporate powers enumerated in the Florida General Corporation Act.

ARTICLE XVIII - MEETINGS BY CONFERENCE TELEPHONE

Shareholders may participate in special meetings by conference telephone as provided by law.

ARTICLE XIX - DIVIDENDS

Dividends may be paid to shareholders and such dividends may be paid from any source and may be considered ordinary, capital gain or non-taxable dividends depending on the source from which they are derived.

ARTICLE XX - INDEMNIFICATION

The corporation shall indemnify any officer or any former officer to the full extent permitted by law.

ARTICLE XXI - AMENDMENT

This corporation reserves the right to amend or repeal any provisions contained in these articles of incorporation, or any amendment thereto, and any right conferred upon the shareholders is subject to this reservation.

ARTICLE - XXII - TAX ELECTIONS

This corporation shall be entitled to elect any tax treatment or enact any program or benefit to which it is entitled under law including but not limited to:

1. Qualified pension or profit sharing plan;
2. Election as a sub-chapter S corporation;
3. Treatment of stock under Sec. 1244 et seq. of the Internal Revenue Code;
4. Stock purchase or option agreement whether qualified or not;
5. Corporate medical reimbursement plan; and
6. Excess compensation reimbursement plan.

IN WITNESS WHEREOF, the undersigned subscriber has executed these Articles of
Incorporation this 6 day of December, 1996.



WENDY L. ARCHAMBAULT
My Commission CC631059
Expires Feb. 08, 2000

Robert W. Dee
Robert W. Dee Subscriber

STATE OF FLORIDA
COUNTY OF PINELLAS

Dr D000-779-44-179-0
X 5-19-98

Before me, a notary public authorized to take acknowledgments in the state and
county set forth above, personally appeared, Robert W. Dee, known to me to be the
person described in and who executed these Articles of Incorporation.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed my seal in the state and
county aforesaid this 6 day of December, 1996.

Notary Public

Wendy L. Archambault

Certificate designating place of business or domicile for the service of process within
Florida, naming agent upon whom process may be served.

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

First.....That COMPU-DOC, INC. desiring to organize or qualify under the laws of the
State of Florida, with its principle place of business in the city of Dunedin, State of
Florida, has named Robert W. Dee, located at 1010 Broadway, City of Dunedin, State of
Florida, as its agent to accept service of process within Florida.

Signature Robert W. Dee

Robert W. Dee
President and Corporate Officer

Date 12-6-96

Having been named to accept service of process for the above state 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 Robert W. Dee

Robert W. Dee, Resident Agent

Date 12-6-96

FILED
SECRETARY OF STATE
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CERTIFICATE OF DESIGNATION OF

REGISTERED AGENT/REGISTERED OFFICE

PURSUANT TO THE PROVISIONS OF SECTION 607.0501 or 617.0501, FLORIDA STATUTES, THE UNDERSIGNED CORPORATION, ORGANIZED UNDER THE LAWS OF THE STATE OF FLORIDA, SUBMITS THE FOLLOWING STATEMENT IN DESIGNATING THE REGISTERED OFFICE/REGISTERED AGENT, IN THE STATE OF FLORIDA.

1. The name of the corporation is:

Compu-Doc, Inc.
1010 Broadway Dunedin Fl.
34698

2. The name and address of the registered agent and office is:

Robert W. Dee
(Name)
1010 Broadway
(P.O. Box not acceptable)
Dunedin FL 34698
(City/State/Zip)

Having been named as registered agent and to accept service of process for the above stated corporation at the place designated in this certificate, I hereby accept the appointment as registered agent and agree to act in this capacity. I further agree to comply with the provisions of all statutes relating to the proper and complete performance of my duties, and I am familiar with and accept the obligations of my position as registered agent.

Robert W. Dee