

P97000005032
TRANSMITTAL LETTER

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

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-01/13/97--01039--006
****122.50 ****122.50

SUBJECT: WEST-COM HOSPITAL COMMUNICATIONS, INC.

(Proposed corporate name - must include suffix)

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

Additional Copy Required

FROM:

HUGH D. FISH, JR., ATTORNEY

Name (printed or typed)

P. O. BOX 531

Address

MACCLENNY, FL 32063

City, State & Zip

(904) 259-6606 OR 6705

Daytime Telephone number

97 JAN 13 AM 9:11
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

FILED

*Same People have
R96-5853*

*1/17/97
TB*

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

ARTICLES OF INCORPORATION

OF

WEST-COM HOSPITAL COMMUNICATIONS, INC.

(A Florida Profit Corporation)

The undersigned subscribers to these Articles of Incorporation, natural persons competent to contract, hereby form this Corporation under the laws of the State of Florida.

ARTICLE I. NAME AND LOCATION

The name of this corporation for profit shall be; WEST-COM HOSPITAL COMMUNICATIONS, INC., located at Deerfield Circle, Rt. 15 Box 88, Jacksonville, Florida 32234, and whose mailing address is, P.O. Box 426, Macclenny, Florida 32063.

ARTICLE II. DURATION

This corporation shall have perpetual existence and shall commence to exist as of the filing date of these Articles of Incorporation.

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLE III. PURPOSE

This corporation is organized for the exclusive purpose of establishing a corporation to sell communication products to the hospital/healthcare industry in the State of Florida, North and South Carolina and other states as applicable.

ARTICLE IV. CAPITAL STOCK

This corporation is authorized to issue 1000 shares of one dollar (\$1.00) par value stock.

This corporation is organized as a small business and its shares shall be considered as Section 1244 stock.

ARTICLE V. INITIAL REGISTERED OFFICE AND AGENT

The name and address of the initial registered agent and office of this corporation is as follows; Registered Agent, JAMES PHILLIP ARNOLD, JR., at Deerfield Circle, Rt. 15 Box 88, Jacksonville, Florida 32234.

ARTICLE VI. INITIAL BOARD OF DIRECTORS

This corporation shall have two directors initially. The

number of directors may be either increased or decreased from time to time by an amendment of the bylaws of the corporation in the manner provided by law, but shall never be less than one.

The names and addresses of the initial directors of this corporation are; JAMES PHILLIP ARNOLD, JR., President, and, C. LARRY PETERS, Vice-President, whose address is; Deerfield Circle, Rt. 15 Box 88, Jacksonville, Florida 32234.

ARTICLE VII. INCORPORATORS

The name and address of the Incorporator signing these Articles of Incorporation is, JAMES PHILLIP ARNOLD, JR., President whose address is, Deerfield Circle, Rt. 15 Box 88, Jacksonville, Florida 32234.

ARTICLE VIII. RESTRICTIONS ON TRANSFER OF STOCK

Shares of capital stock of this corporation shall be issued initially to the following persons and in the amount set opposite his name.

JAMES PHILLIP ARNOLD, JR.	500 SHARES
C. LARRY PETERS	500 SHARES

The above referenced stock shall only be transferred in accordance with Chapter 607 of the Florida Statutes.

ARTICLE IX. OFFICERS

The everyday operation of the corporation shall be conducted and managed by the officers of the corporation which shall be; JAMES PHILLIP ARNOLD, JR., President, and, C. LARRY PETERS, Vice-President, whose address is; Deerfield Circle, Rt. 15 Box 88, Jacksonville, FL 32234.

ARTICLE X. AMENDMENT TO ARTICLES

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

ARTICLE XI. BYLAWS

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

ARTICLE XII. INDEMNIFICATION

The Corporation may be empowered to indemnify any officer or director, or any former officer or director in the manner and full extent permitted by law.

IN WITNESS WHEREOF, the undersigned subscriber have executed these Articles of Incorporation this 2nd day of JANUARY, 1997, at Macclenny, Baker County, Florida.


JAMES PHILLIP ARNOLD, JR.,
PRESIDENT

STATE OF FLORIDA COUNTY OF BAKER

BEFORE ME, the undersigned authority, personally appeared, JAMES PHILLIP ARNOLD, JR., to me known to be the person who executed the foregoing Articles of Incorporation and he acknowledged to and before me that he executed such instrument.

IN WITNESS WHEREOF, I have hereunto set my hand and seal this 2nd day of JANUARY, 1997.


Notary Public, State of Florida
My Commission Expires: 7/6/99



**CERTIFICATE OF DESIGNATION OF
REGISTERED AGENT/REGISTERED OFFICE**

PURSUANT TO THE PROVISIONS OF SECTION 607.0501, 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: WEST-COM HOSPITAL COMMUNICATIONS, INC.

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

JAMES PHILLIP ARNOLD, JR.
(NAME)

DEERFIELD CIRCLE, RT. 15 BOX 88
(P.O. Box or Mail Drop Box **NOT** ACCEPTABLE)

JACKSONVILLE, FL 32234
(CITY/STATE/ZIP)

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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.


(SIGNATURE)

JANUARY 2, 1997
(DATE)

DIVISION OF CORPORATIONS, P. O. BOX 6327, TALLAHASSEE, FL 32314