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TO: DIVISION OF CORPORATIONS

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FROM: TRIPP, SCOTT, CONKLIN & SMITH

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NAME: THE CIROCAD GROUP, INC.

AUDIT NUMBER.....H97000002451

DOC TYPE.....FLORIDA PROFIT CORPORATION OR P.A.

CERT. OF STATUS..0 PAGES..... 1

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# THE CIROCAD GROUP, INC.

## ARTICLES OF INCORPORATION

The undersigned incorporator hereby creates and establishes a corporation pursuant to Florida law as follows:

### I. NAME

The name of this corporation shall be  
**THE CIROCAD GROUP, INC.**

### V. INCORPORATOR

The name and address of the incorporator hereof is:  
**DRAKE M. BATCHELDER**  
110 Southeast 6th Street, 28th Floor, Fort Lauderdale, Florida  
33301.

### II. PLACE OF BUSINESS

The principal place of business of this corporation shall be  
5310 NW 33RD AVENUE, SUITE 219  
FORT LAUDERDALE, FLORIDA 33309

### VI. REGISTERED AGENT AND OFFICE

The Registered Agent and Registered Office of this  
corporation shall be:  
**DRAKE M. BATCHELDER**  
110 Southeast 6th Street, 28th Floor, Fort Lauderdale, Florida  
33301.

### III. PURPOSE

This corporation is organized for the purpose of transacting  
any and all lawful business for which corporations may be  
incorporated under Florida law.

### VII. AMENDMENT

These Articles of Incorporation may only be amended by the  
Board of Directors (but only to the extent permitted by Florida  
Statutes) or by the vote of shareholders holding a majority of  
the issued and outstanding common stock of the corporation.

### IV. COMMON STOCK

This corporation shall be authorized to issue  
7,500

**SHARES OF COMMON STOCK,**  
**\$1.00 PAR VALUE,**  
each having one vote in all corporate affairs.

IN WITNESS WHEREOF, the undersigned incorporator has caused these Articles of Incorporation to be executed as of

*February 11, 1997*

*Drake M. Batchelder*  
**DRAKE M. BATCHELDER, INCORPORATOR**

### ACCEPTANCE OF REGISTERED AGENT

THE UNDERSIGNED hereby accepts and agrees to serve as Registered Agent of **THE CIROCAD GROUP, INC.** and is familiar  
with, and accepts the obligations of, that position as set forth in the Florida Business Corporation Act, including Section 607.0505  
therein.

*Drake M. Batchelder*  
**DRAKE M. BATCHELDER, REGISTERED AGENT**

Prepared by: **Drake M. Batchelder, Esq.**  
**Fla. Bar No. 0117273**  
**110 Southeast 6th Street, 28th Floor**  
**Fort Lauderdale, FL 33301**  
**954-525-7500**

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