

997000025725

FRESE, NASH & TORRES, P.A.  
ATTORNEYS AT LAW

EFFECTIVE DATE

3/10/97

GARY B. FRESE †  
CHARLES IAN NABH \*  
VINCENT G. TOURY, JR. †  
GREGORY S. HANSIN †  
J. PATRICK ANDERSON †  
LAURA L. ANDERSON \*  
STEPHEN P. HUUSTON  
PATRICK P. ROCHE

CHRIS BATHS FOSTER  
OF COUNSEL

930 S. HARBOR CITY BLVD.  
SUITE 505  
MILBURN, FLORIDA 32901  
(407) 984-8800  
FAX (407) 981-8741

† BOARD CERTIFIED IN TAXATION  
\* BOARD CERTIFIED IN WILL, TRUSTS & ESTATES  
† BOARD CERTIFIED IN CIVIL TRIAL LAW  
◇ BOARD CERTIFIED IN REAL ESTATE LAW

March 10, 1997

600002115536--5  
-03/17/97--01151--001  
\*\*\*\*122.50

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


Re: *PREVENTIVE MEDICINE SERVICES, INC.*

Dear Sir or Madam:

Enclosed find an original plus one copy of the Articles of Incorporation for the above-referenced corporation. Also enclosed is this firm's check in the amount of \$122.50 representing the filing fee. I would appreciate receiving a certified copy of the Articles after they have been filed.

Should you have any questions, please do not hesitate to contact my office.

Sincerely,

  
Gary B. Frese

GBF/lkw  
Enclosures as stated

FILED  
97 MAR 16 AM 7:42  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

3/24/97  
TB

**ARTICLES OF INCORPORATION**  
**OF**  
**PREVENTIVE MEDICINE SERVICES, INC.**

RECEIVED  
9/10/97

The undersigned incorporator, being a natural person competent to contract, hereby adopts these Articles of Incorporation in order to form a corporation under the laws of the State of Florida.

**ARTICLE I**

The name of this Corporation is **PREVENTIVE MEDICINE SERVICES, INC.**

**ARTICLE II**

This Corporation shall commence upon the execution of these Articles and shall exist perpetually.

FILED  
97 SEP 16 AM 7:43  
STATE OF FLORIDA  
TALLAHASSEE, FLORIDA

**ARTICLE III**

The purpose of this Corporation is for the sales and distribution of medical supplies and dietary products, and engage in any business lawful under the laws of the State of Florida or the United States.

**ARTICLE IV**

This Corporation is authorized to issue Ten Thousand (10,000) shares of \$1.00 par value, common stock. The rights attendant to all such shares, once issued, shall be identical in all respects.

The shares of this Corporation are not to be divided into classes.

This Corporation is not authorized to issue shares in series or in less than whole shares.

**ARTICLE V**

Every Shareholder, upon the issuance of any new stock of this Corporation, shall have the right to purchase his or her pro-rata share thereof (as nearly as can be done without issuing fractional shares), at the price at which it is offered to others.

#### **ARTICLE VI**

The initial street and mailing address of the principal place of business of the Corporation is 133 Lansing Island Drive, Indian Harbour Beach, Florida 32937. The initial address in Florida of the initial registered office of this Corporation is 930 S. Harbor City Blvd., Suite 505, Melbourne, Florida 32901, and the name of the initial registered agent of this Corporation at that address is Gary B. Frese.

#### **ARTICLE VII**

The initial Board of Directors shall consist of two (2) Directors initially. The number of Directors may be either increased or diminished from time to time by the Shareholders, but shall never be less than one. The names and addresses of the persons who shall serve as Directors until the first annual meeting of the Shareholders, or until successors have been elected and qualified, are as follows:

Bonnie Clark Green	133 Lansing Island Drive Indian Harbour Beach, Florida 32937
Lori Ann Green	133 Lansing Island Drive Indian Harbour Beach, Florida 32937

#### **ARTICLE VIII**

The Shareholders of this Corporation shall adopt By-Laws which shall contain provisions for the management of the business and the regulation of the affairs of the Corporation that are not inconsistent with the Articles or the laws of the State of Florida.

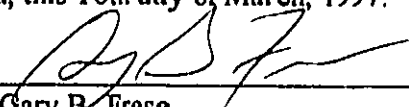
#### **ARTICLE IX**

The name and address of the initial incorporator is as follows: Gary B. Frese, 930 South Harbor City Boulevard, Suite 505, Melbourne, FL 32901.


## ARTICLE X

The Board of Directors shall have the power to amend or supplement these Articles of Incorporation when approved by a majority vote of the Shareholders.

IN WITNESS WHEREOF, the undersigned has made and subscribed to these Articles of Incorporation in Melbourne, Brevard County, Florida, this 10th day of March, 1997.

  
\_\_\_\_\_  
Gary B. Frese

I hereby am familiar with and accept the duties and responsibilities as registered agent for said corporation.

  
\_\_\_\_\_  
Gary B. Frese  
Registered Agent

FILED  
97 MAR 16 AM 7:43  
TALLAHASSEE, FLORIDA  
SECRETARY OF STATE

STATE OF FLORIDA  
COUNTY OF BREVARD

I HEREBY CERTIFY that on this day, before me, an officer duly authorized in the State and County aforesaid, to take acknowledgments, personally appeared, GARY B. FRESE, who is personally known to me and who executed the foregoing Articles of Incorporation and he acknowledged before me that he executed and subscribed to these Articles of Incorporation and did not take an oath.

WITNESS my hand and official seal in the County and State aforesaid this 10th day of March, 1997.



Leslie K. Weaver  
MY COMMISSION # CC550544 EXPIRES  
August 9, 2000  
BONDED THROUGH TROY FAIR INSURANCE, INC.

  
\_\_\_\_\_  
Leslie K. Weaver

Notary Public  
State of Florida at Large

My Commission Expires:  
8-9-00

H97000004803

ARTICLES OF INCORPORATION  
OF  
**David & Doval, Inc.,**  
a Florida corporation

The undersigned, acting as incorporator of David & Doval, Inc., under the Florida Business Corporation Act, adopts the following Articles of Incorporation.

ARTICLE I. NAME

The name of this Florida corporation is:

**David & Doval, Inc.**

ARTICLE II. ADDRESS

The corporation's mailing address is:

1627 S. University Drive  
Plantation, Florida 33324

FILED  
97 MAR 21 PM 4:39  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

ARTICLE III. COMMENCEMENT OF EXISTENCE

The existence of the corporation shall begin effective March 21st, 1997.

Incorporators Plus, Inc.  
1214 N. University Drive  
Plantation, Florida 33322  
(954) 475-8484

H97000004803

H97000004803

ARTICLE IV. PURPOSE

The corporation is organized to engage in any activity or business permitted under the laws of the United States and Florida.

ARTICLE V. AUTHORIZED SHARES

The maximum number of shares that the corporation is authorized to have outstanding at any time is 10,000 shares of common stock having a par value of \$0.01 per share.

ARTICLE VI. INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial registered office of the corporation is 1214 N. University Drive Plantation, Florida 33322 and the name of the corporation's initial registered agent at that address is Incorporators Plus, Inc..

ARTICLE VII. INITIAL BOARD OF DIRECTORS

The corporation shall be managed by a Board of Directors consisting of no less than 2 director(s). The number of directors may be either increased or diminished from time to time, as provided in the bylaws, but shall never be less than 2. The name(s) of the initial director(s):

Name

Nyta de Chvalkovsky  
David Wayne Scism

Incorporators Plus, Inc.  
1214 N. University Drive  
Plantation, Florida 33322  
(954) 475-8484

H97000004803

-2-

H97000004803

ARTICLE VIII. INCORPORATOR

The name and street address of the incorporator is:

Incorporators Plus, Inc  
1214 N. University Drive  
Plantation, Florida 33322

The incorporator of the corporation assigns to this corporation his/her rights under Section 607.0201, Florida Statutes, to constitute a corporation, and he/she assigns to those persons designated by the board of directors any rights he/she may have as incorporator to acquire any of the capital stock of this corporation, this assignment becoming effective on the date corporate existence begins.

ARTICLE IX. AMENDMENTS

The corporation reserves the right to amend, alter, change, or repeal any provision in these Articles of Incorporation in the manner prescribed by law, and all rights conferred on shareholders are subject to this reservation.

The undersigned incorporator, for the purpose of forming a corporation under the laws of the State of Florida, has executed these Articles of Incorporation this 21st day of March, 1997

**Incorporators Plus, Inc.:**

By Kristine Palumbo  
Kristine Palumbo  
Office Manager

Incorporators Plus, Inc.  
1214 N. University Drive  
Plantation, Florida 33322  
(954) 475-8484

H97000004803

-3-

H97000004803

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

Pursuant to Chapter 48.091, Florida Statutes, the following is submitted.

That David & Doval, Inc., desiring to organize under the laws of the State of Florida with its initial registered office, as indicated in the Articles of Incorporation, at 1214 N. University Drive Plantation, Florida 33322, has named Incorporators Plus, Inc., as its agent to accept service of process within this state.

**ACKNOWLEDGMENT:**

Having been named to accept service of process for the corporation named above, at the place designated in this certificate, I agree to act in that capacity, to comply with the provisions of the Florida Business Corporation Act, and am familiar with, and accept, the obligations of that position.

Incorporators Plus, Inc.  
1214 N. University Drive Plantation, Florida 33322

Kristine Palumbo  
Kristine Palumbo, Office Manager  
Incorporators Plus, Inc.  
Date: March, 21st 1997

Incorporators Plus, Inc.  
1214 N. University Drive  
Plantation, Florida 33322  
(954) 475-8484

H97000004803

-4-

FILED  
97 MAR 21 PM 4:39  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA