FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS

97 JUN 12 PM 2:26

TRANSMITTAL LETTER

P97000052142

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

400002191494--6
-05/27/97--01074--006
****122.50 ****122.50

SUBJECT: MARCO MEDICAL GROUP, 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: ANDREW M. GUIDRY
Name (Printed or typed)

1207 BAYSHORE BLVD.
Address

INDIAN ROCKS BEACH, FLORIDA 33785
City, State & Zip

813-593-1807
Daytime Telephone number

[redacted]

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

LP
6-12-97

FLORIDA DEPARTMENT OF STATE
Sandra B. Mortham
Secretary of State

May 30, 1997

ANDREW M. GUIDRY
1207 BAYSHORE BLVD.
INDIAN ROCKS BEACH, FL 33785

SUBJECT: MARCO MEDICAL GROUP, INC.
Ref. Number: W97000012623

We have received your document for MARCO MEDICAL GROUP, INC. and your check(s) totaling $122.50. However, the enclosed document has not been filed and is being returned for the following correction(s):

The document must state the number of shares of authorized stock.

A profit corporation must have stock as outlined in 607.0202 Florida Statutes.

Please return your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (904) 487-6929.

Randall Purintun
Document Specialist

Letter Number: 197A00029278

Division of Corporations - P.O. BOX 6327 -Tallahassee, Florida 32314

ARTICLES OF INCORPORATION
OF
MARCO MEDICAL GROUP, INC.

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The undersigned incorporator to these Articles of Incorporation hereby forms a corporation under the laws of the State of Florida as follows:

ARTICLE I
Name and Address

The name of this Corporation is:

Marco Medical Group, Inc.

The mailing address and street address of the Corporation are:

977 North Collier Blvd.
Marco Island, FL 34145

ARTICLE II
Term of Existence

This Corporation shall have perpetual existence, commencing upon the date of filing of these Articles with the Florida Department of State.

ARTICLE III
Purpose

This Corporation is organized for the purpose of transacting any and all lawful business.

ARTICLE IV
Powers

The corporation shall have the power:

(a) To have perpetual succession by its corporate name;

(b) To sue and be sued, complain, and defend in its corporate name;

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(c) To have a corporate seal, which may be altered at will, and to use it, or a facsimile of it, by impressing, or affixing it or in any other manner reproducing it;

(d) To purchase, receive, lease, or otherwise acquire, own, hold, improve, use, and otherwise deal with real or personal property or any legal or equitable interest in property wherever located;

(e) To sell, convey, mortgage, pledge, create a security interest in, lease, exchange, and otherwise dispose of all or any part of its property;

(f) To lend money to, and use its credit to assist, its officers and employees to the full extent permitted by law;

(g) To make contracts and guarantees, incur liabilities, borrow money, issue its notes, bonds, and other obligations (which may be convertible into or include the option to purchase other securities of the corporation), and secure any of its obligations by mortgage or pledge of any of its property, franchises, and income and make contracts of guaranty and suretyship which are necessary or convenient to the conduct, promotion, or attainment of the business of a corporation the majority of the outstanding stock of which is owned, directly or indirectly, by the contracting corporation; a corporation which owns, directly or indirectly, a majority of the outstanding stock of the contracting corporation; or a corporation the majority of the outstanding stock of which is owned, directly or indirectly, by a corporation which owns, directly or indirectly, the majority of the outstanding stock of the contracting corporation, which contracts of guaranty and suretyship shall be deemed to be necessary or convenient to the conduct, promotion, or attainment of the business of the contracting corporation, and make other contracts of guaranty and suretyship which are necessary or convenient to the conduct, promotion, or attainment of the business of the contracting corporation;

(h) To purchase, receive, subscribe for, or otherwise acquire, own, hold, vote, use, sell, mortgage, lend, pledge, or otherwise dispose of; and deal in and with, shares or other interests in, or obligations of, any other entity;

(i) To lend money, invest and reinvest its funds, and receive and hold real and personal property as security for repayment;

(j) To conduct its business, locate offices and exercise the powers granted by this act within or without this state;

(k) To elect directors and appoint officers, employees, and agents of the Corporation and define their duties, fix their compensation, and lend them money and credit;

(l) To make and amend bylaws, not inconsistent with its Articles of Incorporation or with the laws of this state, for managing the business and regulating the affairs of the Corporation;

(m) To make donations for the public welfare or for charitable, scientific, or educational purposes;

(n) To transact any lawful business that will aid governmental policy;

(o) To pay pensions and establish pension plans, pension trusts, profit sharing plans, share bonus plans, share option plans, and benefit or incentive plans for any or all of its current or former directors, officers, employees and agents and for any or all of the current or former directors, officers, employees and agents of its subsidiaries;

(p) To provide insurance for its benefit on the life of any of its directors, officers, or employees, or on the life of any shareholder for the purpose of acquiring at his death shares of its stock owned by the shareholder or by the spouse or children of the shareholder; and

(q) To be a promoter, incorporator, partner, member, associate, or manager of any corporation, partnership, joint venture, trust, or other entity;

(r) To make payments or donations or do any other act not inconsistent with law that furthers the business and affairs of the corporation;

ARTICLE V
<u>Capital Stock</u>

This Corporation is authorized to issue One Hundred (100) shares of One Dollar ($1.00) par value stock, which shall be designated Common Shares.

ARTICLE VI
<u>Initial Registered Office and Agent</u>

The street address of the initial registered office of this Corporation is:

1207 Bayshore Blvd.
Indian Rocks Beach, FL 33785

and the name of its registered agent at such address is:

Andrew M. Guidry

ARTICLE VII
Initial Board of Directors

This Corporation shall have Two director(s) initially. The number of directors may be either increased or diminished from time to time by the Bylaws, but shall never be less than one (1). The name and address of the initial directors of this Corporation is:

Name and Address

Andrew M. Guidry
1207 Bayshore Blvd.
Indian Rocks Beach, FL 33785

Lisa C. Hammond
1207 Bayshore Blvd.
Indian Rocks Beach, FL 33785

ARTICLE VIII
Incorporator

The name and address of the person signing these Articles are:

Name and Address

Andrew M. Guidry
1207 Bayshore Blvd.
Indian Rocks Beach, FL 33785

ARTICLE IX
Amendment

These Articles of Incorporation may be amended in the manner provided by law.

IN WITNESS WHEREOF, the undersigned subscriber has executed these Articles of Incorporation, this day, Tuesday, June 03, 1997.

6/3/97

Andrew M. Guidry

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:

Marco Medical Group, Inc.

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

Andrew M. Guidry
1207 Bayshore Blvd.
Indian Rocks Beach, FL 33785

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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.

6/3/97
DATE

REGISTERED AGENT

This form was prepared with the assistance of CourtAccess Centers of America, a non-lawyer located at 707 E Kennedy Blvd. Tampa, FL 33602 (813)-223-1188

ACCEPTANCE BY REGISTERED AGENT

Having been named Registered Agent and designated to accept service of process for the within-named Corporation, at the place designated herein 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.

Date: June 3, 1997

Andrew M. Guidry

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