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*Andre Morgan*  
Requestor's Name

*Pg 487*  
Address

*Lowellville, FL 32333*  
City/State/Zip

*32333*  
Phone #

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SECRETARY OF STATE  
TALLAHASSEE, FLORIDA  
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\*\*\*\*\*70.00 \*\*\*\*\*70.00  
Office Use Only

**CORPORATION NAME(S) & DOCUMENT NUMBER(S), (if known):**

1. *Health Systems Design Group, Inc.*  
(Corporation Name) (Document #)
2. \_\_\_\_\_  
(Corporation Name) (Document #)
3. \_\_\_\_\_  
(Corporation Name) (Document #)
4. \_\_\_\_\_  
(Corporation Name) (Document #)

- ☐ Walk in    ☐ Pick up time \_\_\_\_\_    ☐ Certified Copy  
☐ Mail out    ☒ Will wait    ☐ Photocopy    ☐ Certificate of Status

NEW FILINGS	
<input checked="" type="checkbox"/>	Profit
<input type="checkbox"/>	NonProfit
<input type="checkbox"/>	Limited Liability
<input type="checkbox"/>	Domestication
<input type="checkbox"/>	Other

AMENDMENTS	
<input type="checkbox"/>	Amendment
<input type="checkbox"/>	Resignation of R.A., Officer/ Director
<input type="checkbox"/>	Change of Registered Agent
<input type="checkbox"/>	Dissolution/Withdrawal
<input type="checkbox"/>	Merger

OTHER FILINGS	
<input type="checkbox"/>	Annual Report
<input type="checkbox"/>	Fictitious Name
<input type="checkbox"/>	Name Reservation

REGISTRATION/QUALIFICATION	
<input type="checkbox"/>	Foreign
<input type="checkbox"/>	Limited Partnership
<input type="checkbox"/>	Reinstatement
<input type="checkbox"/>	Trademark
<input type="checkbox"/>	Other

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*WJH/2/97*

**Articles Of Incorporation  
of Health Systems Design Group, Inc.**

**FILED**

The undersigned Incorporator hereby files these Articles of Incorporation in order to form a Corporation under the laws of the State of Florida.

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SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

**Article I.  
Name and Principal Office**

The name of this corporation shall be Health Systems Design Group, Inc.. The principle place of business and mailing address of this corporation P.O. Box 843, Lanark Village, Fl.

**Article II.  
Nature of Business**

The Corporation may engage in any activity or business permitted under the laws of the United States of America and the State of Florida.

**Article III.  
Stock**

The authorized capital stock of this Corporation shall consist of 100 shares of common stock with a par value of \$1.00 per share. The stock of the Corporation shall be issued for such consideration as may be determined by the Board of Directors but not less than par value. Shareholders may enter into agreements with the Corporation or with each other to control or restrict the transfer of stock and such agreements may take the form of option, rights of first refusal, buy and sell agreements, or any other lawful form of agreements. The initial distribution of stock shall be 50 shares - Anne Morgan, 50 shares - Doug Patterson. Certificates will be issued.

**Article IV.  
Powers**

This Corporation shall have all the corporate powers enumerated in the Florida Business Corporation Act.

**Article V.  
Incorporator**

The name and street address of the Incorporator of this Corporation are as follows:

Anne Morgan  
Post Office Box 487  
Lanark Village, Fl. 32323

**Article VI.  
Term of Corporate Existence**

This Corporation shall exist perpetually unless dissolved according to law.

#### Article VII.

The street address of the initial Registered Office of this Corporation in the State of Florida shall be ~~Lanark Village~~ The name of the initial Registered Agent of the Corporation at the above address shall be Anne Morgan. The Board of Directors may from time to time change the Registered Office to any other address in the State of Florida or change the Registered Agent.

#1 Apache St. 32323  
Article VIII.  
Number of Directors

This Corporation shall have no less than one Director. The number of Directors may be increased or decreased from time to time in accordance with the By-Laws adopted by the Shareholders.

#### Article IX. Initial Board of Directors

The initial Board of Directors shall consist of two people. The name and address of the members of the initial Board of Directors of this Corporation who shall hold office until the first annual meeting of the Shareholders and thereafter until their successor is elected is as follows:

Doug Patterson  
Magnolia Bluff  
Eastpoint, Florida 32328

Anne Morgan  
P.O. Box # 487  
Lanark Village, Fl. 32323

#### Article X. Officers

The Corporation shall have a president, a vice-president, a secretary and a treasurer and may have additional and assistant officers including, without limitation thereto, one or more vice-presidents, assistant secretaries and assistant treasurers. A person may hold more than one office. The names and addresses of the initial officers are as follows:

President & Treasurer

Vice-President & Secretary

**Article XI.**  
**Transactions In Which Directors**  
**Or Officers Are Interested**

(a) No contract or other transaction between the Corporation and one or more of its Directors or officers or between the Corporation and any other Corporations, firm, or entity in which one or more of the Corporation's Directors or officers are Directors or officers or have a financial interest shall be void or voidable solely because of such relationship or interest or solely because of such relationship or interest or solely because such Director or Directors or a committee thereof which authorizes, approves, or ratifies such contract or transaction or solely because his or their votes are counted for such purpose, if:

(1) The fact of such relationship or interest is disclosed or known to the Board of Directors or the committee which authorizes, approves, or ratifies the contract or transaction by a vote or consent sufficient for the purpose without counting the votes or consents of such interested Director or Directors; or

(2) The fact of such relationship or interest is disclosed or known to the Shareholders entitled to vote thereon and they authorize, approve, or ratify such contract or transaction by vote or written consent; or

(3) The contract or transaction is fair and reasonable as to the Corporation at the time it is authorized by the Board of Directors, a committee thereof, or the Shareholders.

(b) Common or interested Directors may be counted in determining the presence of a quorum at a meeting of the Board of Directors or of a committee thereof which authorizes, approves, or ratifies such contract or transaction.

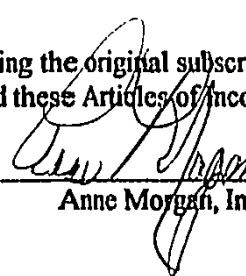
**Article XII.**  
**Financial Information**

The Corporation shall not be required to prepare and provide a balance sheet and a profit and loss statement to its Shareholders. Nor shall the Corporation be required to file balance sheet or profit and loss statement in its registered office. This provision shall be deemed to have been ratified by the Shareholders each year hereafter unless a resolution to the contrary has been adopted by the Shareholders.

**Article XIII.**  
**Amendment**

These Articles of Incorporation may be amended in any manner now or hereafter provided for by law and all rights conferred upon Shareholders hereunder are granted subject to this reservation.

IN WITNESS WHEREOF, the undersigned, being the original subscribing Incorporator to the foregoing Articles of Incorporation, has executed these Articles of Incorporation this 24 day of July, 1997

  
\_\_\_\_\_  
Anne Morgan, Incorporator


**Certificate Designating Registered Agent  
and Registered Office**

**FILED**

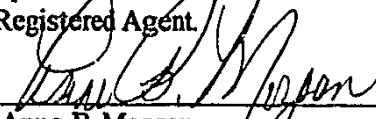
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In compliance with Florida Statutes, Section 48.091 and 607.0501, the following is submitted:

**Health Systems Design Group, Inc.** Desiring to organize as a corporation under the laws of the State of Florida, has designated ~~#1~~ <sup>32322</sup> **APALACHEE ST LAWRANCEVILLE** as its initial registered office and has named Anne Bishop Morgan, located at said address, as its initial registered Agent.

  
\_\_\_\_\_  
Anne Morgan  
Incorporator  
Date: July 24, 1997

Having been named Registered Agent and to accept service of process for the above-stated corporation at the place designated in this certificate, the undersigned hereby accepts said appointment and agrees to act in this capacity. The underside further agrees to comply with the provisions of all statutes relating to the proper and complete performance of her duties and is familiar with and accepts the obligations of her position as Registered Agent.

  
\_\_\_\_\_  
Anne B. Morgan  
Registered Agent  
Date: July 24, 1997