

P97000085698  
4773 Highland Place Circle  
Lakeland, FL 33813

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

FILED  
97 OCT -2 AM 11:16

SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

Re: Incorporation of Community Medical Supply

400002310194--8  
-10/02/97--01091--003  
\*\*\*122.50 \*\*\*122.50

Dear Sir/Madame:

Enclosed are the Articles of Incorporation for Community Medical Supply. It is my desire to incorporate in the State of Florida.

My check for \$122.50 is enclosed.

Please advise if I need anything else in order to get this processed.

Sincerely,

  
David D. Whitman

P.Hall  
OCT - 3 1997

ARTICLES OF INCORPORATION  
of  
COMMUNITY MEDICAL SUPPLY, INC.

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We, the undersigned, as proper persons acting as incorporators of a corporation under the laws of the State of Florida, adopt the following articles of incorporation:

FIRST

The name of the corporation is: COMMUNITY MEDICAL SUPPLY, INC.

SECOND

The period of its duration is: Perpetual

THIRD

The purpose of the corporation is: The Corporation may engage in any activity or buisness under the laws of the United States and the State of Florida's General Corporation Act.

FOURTH

The aggregate number of authorized shares is: 10000 Shares of \$1.00 par value common stock, which should be designated as "Common Shares".

FIFTH

The corporation will not commence business until at least \$500.00 dollars have been received by it as consideration for the

issuance of shares.

#### SIXTH

Cumulative voting of shares of stock are authorized.

#### SEVENTH

Provisions limiting or denying to shareholders the preemptive right to acquire additional or treasury shares of the corporation are:

This corporation may from time to time issue its shares of stock for such consideration ( but not less than par so long as the corporation is solvent) as may be fixed from time to time by the board of directors, and may receive in payment thereof, in whole or in part, cash, labor done, personal property, or real property, or leases thereof. In the absence of actual fraud in the transaction, the judgement of the board of directors as to the value of such labor, property, real estate, or leases thereof shall be conclusive. Any and all shares so issued for which the consideration fixed shall have been paid or delivered shall be deemed fully paid stock and shall not be liable to any further call or assesment thereon, and the holders of such shares shall not be liable for any further payment in respect thereof. The corporation may, from time to time, lawfully enter into any agreement to which all, or less than all, the holders of record of the issued and outstanding shares of its capital stock shall be parties restricting the transfer of any and all shares of its

capital stock represented by certificates thereof.

#### EIGHTH

Provisions for regulating the internal affairs of the corporation are: The corporate powers shall be exercised by the board of directors, except as otherwise provided by statute, by this Articles of Incorporation, or by bylaws hereafter adopted and any amendments to the foregoing. In furtherance, and not in limitation, of the powers conferred by statute, the board of directors is expressly authorized:

(a) To alter the bylaws of this corporation;

(b) To fix and dertermine amd to vary the amount of working capital of the corporation; to determine whether any, and if any, what part of any, accumulated profits shall be declared and paid as dividends, to determine the date or dates for the declaration and payment of dividends; to direct and determine the use and disposition of any surplus or net profits over and above the capital stock paid in;

(c) To make from time to time (so far as may be permitted by law), temporary secured or unsecured loans when, in the judgement of the board of directors, the money so loaned is not at the time required in the conduct of the business of the corporation. The corporation may, in its bylaws, confer powers upon its board of directors in addition to the foregoing and in addition to the powers and authorities expressly conferred upon it by statute.

**NINTH**

The address of the initial registered office of the corporation is: 4773 Highlands Place Circle, Lakeland, Florida 33813

and the name of its initial registered agent at such address is:  
David D. Whitman

**TENTH**

Address of the principal place of business is: 4773 Highlands Place Circle, Lakeland, Florida 33813

**ELEVENTH**

The number of directors constituting the initial board of directors of the corporation is two, and the names and address of the persons who are to serve as directors until the first annual meeting of shareholders or until their successors are elected and shall qualify are:

Name	Address
<u>David D. Whitman</u>	<u>4773 Highlands Place Circle</u>
<u></u>	<u>Lakeland, Florida 33813</u>
<u>James E. Boone, Jr.</u>	<u>120 East Daughtery Road,</u>
	<u>Lakeland, Florida 33809</u>

**TWELFTH**

The name and address of each incorporator is:

Name	Address
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David D. Whitman

4773 Highlands Place Circle

Lakeland, Florida 33813

**THIRTEENTH**

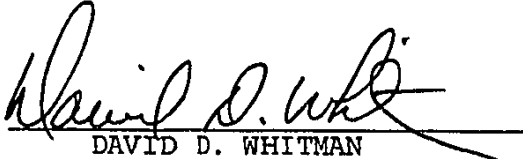
Share of the capital stock of this Corporation shall be issued initially to the following persons in the amount set opposite his name:

James E. Boone, Jr.            1000 Shares

David D. Whitman            1000 Shares

Shares held by the initial shareholders Listed above may not be resold or otherwise transferred to other persons or entities unless such shares are first offered to the remaining shareholder or to this corporation. The price and terms at which, and the time within which, such shares may be offered and sold shall be further specified by written agreement among all of the shareholders and this Corporation.

IN WITNESS WHEREOF, I have hereunto subscribed my name and affixed my seal to these Articles of Incorporation, on this 24 day of September, 1997.

  
DAVID D. WHITMAN

STATE OF FLORIDA            )

COUNTY OF POLK            )

SS

BEFORE ME, the undersigned authority, personally appeared

DAVID D. WHITMAN, who, being first duly sworn, deposes and says that he is the individual described in and who executed the foregoing Article of Incorporation and acknowledged before me that he executed the same for the purpose therein expressed.

WITNESS my hand and official seal in the above names County and State this 26<sup>th</sup> day of September 1997.

Elizabeth A. Weiner  
Notary Public

My commission Expires: 4/24/2001



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

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SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

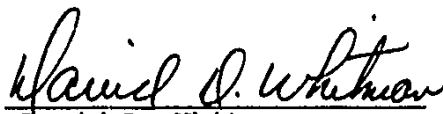
Pursuant to Chapter 48.091, Florida Statutes, the  
following submitted:

That Community Medical Supply, Inc. desiring to  
organize under the laws of the State of Florida with its  
principal office, as indicated in the Articles of  
Incorporation in the City of Lakeland, County of Polk, State  
of Florida, has named David D. Whitman, located at 4773  
Highlands Place Circle, City of Lakeland, State of Florida,  
as its agent to accept service of process within this State.

ACKNOWLEDGMENT:

Having been named to accept service of process for the  
above stated Corporation, at the place designated in this  
Certificate, I hereby accept to act in this capacity, and  
agree to comply with the provisions of said Act relative to  
keeping open said office.

BY:



David D. Whitman  
Resident Agent