

CAPITAL CONNECTION, INC.

417 E. Virginia Street, Suite 1 • Tallahassee, Florida 32302
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P97000089148

Transworld Prescription
Services, Inc.

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS

97 OCT 16 AM 10:43

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*****70.00 *****70.00

- ☒ Art of Inc. File _____
- ☐ LTD Partnership File _____
- ☐ Foreign Corp. File _____
- ☐ L.C. File _____
- ☐ Fictitious Name File _____
- ☐ Name Reservation _____
- ☐ Merger File _____
- ☐ Art. of Amend. File _____
- ☐ RA Resignation _____
- ☐ Dissolution / Withdrawal _____
- ☐ Annual Report / Reinstatement _____
- ☐ Cert. Copy _____
- ☒ Photo Copy _____
- ☐ Certificate of Good Standing _____
- ☐ Certificate of Status _____
- ☐ Certificate of Fictitious Name _____
- ☐ Corp Record Search _____
- ☐ Officer Search _____
- ☐ Fictitious Search _____
- ☐ Fictitious Owner Search _____
- ☐ Vehicle Search _____
- ☐ Driving Record _____
- ☐ UCC 1 or 3 File _____
- ☐ UCC 11 Search _____
- ☐ UCC 11 Retrieval _____
- ☐ Courier _____

Signature _____

Requested by: Cher 10-16 929
Name Date Time

Walk-In _____ Will Pick Up _____

RECEIVED
97 OCT 16 AM 9:41
DIVISION OF CORPORATIONS
TALLAHASSEE, FLORIDA

RP
10-16-97

**ARTICLES OF INCORPORATION
OF
TRANSWORLD PRESCRIPTION SERVICES, INC.**

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DIVISION OF CORPORATIONS

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The undersigned, for the purpose of forming a corporation for profit under the laws of Florida, adopts the following Articles of Incorporation:

Article I

Name

The name of this corporation shall be Transworld Prescription Services, Inc

Article II

Principal Office and Mailing Address

The principal place of business and mailing address of this corporation shall be 106 Seabearn Court, Orlando, FL 32824.

Article III

Capital Stock

The maximum number of shares of stock which this corporation is authorized to have outstanding at any one time is 1,000,000 shares of common stock having a par value of \$0.01 per share.

Article IV

Initial Registered Agent and Address

The street address of the initial registered office of this corporation is Richard G. Hathaway, P.A., 10151 Deerwood Park Blvd, Bldg 100, Ste. 250, Jacksonville, FL 32256 and the initial registered agent at that office is Richard G. Hathaway.

Article V

Incorporator

The name and street address of the incorporator of this corporation are:

Richard G. Hathaway
10151 Deerwood Park Blvd
Bldg 100, Ste. 250
Jacksonville, FL 32256

Article VI
Duration

This corporation shall exist perpetually.

Article VII
Purposes

This corporation is organized for the purpose of transacting any or all lawful business permitted under the laws of the United States of America and of the State of Florida.

Article VIII
Directors

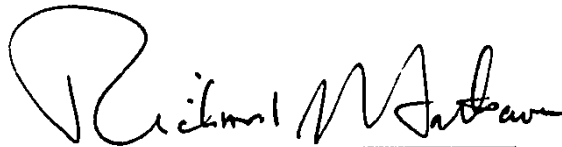
(a) This corporation shall have 1 (1) director initially. The number of directors may be increased or decreased from time to time as provided in the bylaws, but shall never be less than one (1).

(b) The name and street address of the initial director of the corporation are:

Karen M. Gladue
106 Seabearn Court
Orlando, FL 32824

(c) The board of directors is hereby specifically authorized to make provision for indemnification of directors, officers, employees and agents to the full extent permitted by law.

IN WITNESS WHEREOF, the incorporator has executed these Articles of Incorporation the October 9, 1997.

A handwritten signature in dark ink, appearing to read "Richard G. Hathaway", is written over a horizontal line.

Richard G. Hathaway

**CERTIFICATE DESIGNATING REGISTERED OFFICE AND REGISTERED
AGENT FOR THE SERVICE OF PROCESS WITHIN FLORIDA**

In compliance with Sections 48.091, 607.0501 and 607.0505, Florida Statutes, the following is submitted:

Transworld Prescription Services, Inc, desiring to organize or qualify under the laws of the State of Florida hereby designates as its registered agent Richard G. Hathaway to accept service of process within the State of Florida and the address of its registered office shall be Richard G. Hathaway, P.A., 10151 Deerwood Park Blvd, Bldg 100, Ste. 250, Jacksonville, FL 32256.

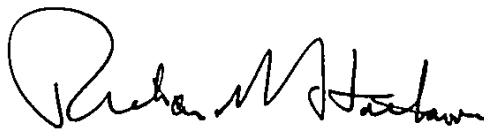
DATED this October 9, 1997.



Richard G. Hathaway

Having been named as registered agent to accept service of process for the above stated corporation, at the place designated in this certificate, I hereby agree to 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.

DATED this October 9, 1997.



Richard G. Hathaway

**RespiFlow, Inc.
8400 Baymeadows Way #5
Jacksonville, FL 32256**

October 10, 1997

VIA FEDERAL EXPRESS

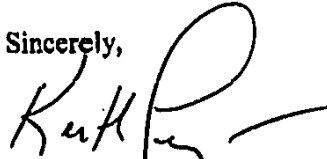
Corporations Division
Office of the Secretary of State
State of Florida
Post Office Box 6327
Tallahassee, Florida 32314

Re: Transworld Prescription Services, Inc.

Dear Ladies and Gentlemen:

The company formerly known as Transworld Prescription Services, Inc. was merged into RespiFlow, Inc. Accordingly, we hereby agree and consent to allow the new Florida company being formed with Karen M. Gladue as its director to use the name Transworld Prescription Services, Inc.

Sincerely,



Keith Trowbridge
Executive Vice President

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