

DECEMBER 17, 1997

FILED  
SECRETARY OF STATE  
DIVISION OF CORPORATIONS

97 DEC 22 PM 3:09

**P97000107618**

SECRETARY OF STATE  
DIVISION OF CORPORATIONS  
P.O. BOX 6327  
TALLAHASSEE, FL. 32314

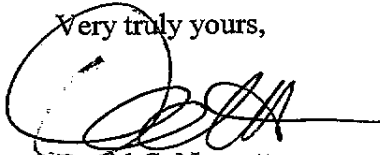
RE: HEALTH-GUARD, INC.

000002378960--5  
-12/22/97--01052--009  
\*\*\*\*\*70.00 \*\*\*\*\*70.00

To Whom It May Concern:

Enclosed please find the original and one copy of Articles of Incorporation, together with a check in the amount of \$ 70.00. This check represents the cost of the filing fees.

Very truly yours,

  
David C. Norcott  
(813) 286-7946

RP  
12-23-97

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**ARTICLES OF INCORPORATION**  
of  
**HEALTH-GUARD, INC.**

The undersigned subscriber(s) to these Articles of Incorporation, natural person(s) competent to contract, hereby form a corporation under the laws of the State of Florida.

**ARTICLE I - CORPORATE NAME**

The name of the corporation is: **HEALTH-GUARD, INC.**

**ARTICLE II - PRINCIPAL OFFICE**

The principal place of business and mailing address of this corporation shall be:

**224 BRYAN OAK AVENUE  
BRANDON, FLORIDA 33511**

**ARTICLE III - DURATION**

The corporation shall exist perpetually unless dissolved according to Florida law.

**ARTICLE IV - PURPOSE**

The corporation is organized for the purpose of engaging in any activities or business permitted under the laws of the United States and the State of Florida.

**ARTICLE V - CAPITAL STOCK**

The corporation is authorized to issue one thousand shares (1,000) of one Dollar(s) (\$1.00) par value Common Stock, which shall be designated as "Common Shares."

**ARTICLE VI - INITIAL REGISTERED OFFICE AND AGENT**

The name and street address of the Initial Registered Agent of this Corporation is:

SCOTT I. VERNER  
224 BRYAN OAK AVENUE  
BRANDON, FLORIDA 33511

**ARTICLE VII - INITIAL BOARD OF DIRECTORS**

This corporation shall have one (1) director(s) initially. The number of directors may be either increased or diminished from time to time by the By-Laws, but shall never be less than one (1). The names and addresses of the initial director(s) of the corporation are as follows:

SCOTT I. VERNER  
224 BRYAN OAK AVENUE  
BRANDON, FLORIDA 33511

ARTICLE VIII - INCORPORATORS

The names and addresses of the person(s) signing these Articles of Incorporation are as follows:

DAVID C. NORCOTT  
200 S. HOOVER BLVD.  
BLDG. 201, SUITE 140  
TAMPA, FLORIDA 33609

IN WITNESS WHEREOF, the undersigned subscriber(s) have executed these Articles of Incorporation this 17th day of December 1997.



(Seal)

(Seal)

(Seal)

STATE OF FLORIDA )

SS

COUNTY OF HILLSBOROUGH )

before me, a Notary Public authorized to take acknowledgements in the State and County set forth above, personally appeared DAVID C. NORCOTT, known to me and known to be the person(s) who executed the foregoing Articles of Incorporation, and who acknowledged before me that he executed these Articles of Incorporation.

IN WITNESS WHEREOF, I have hereunto affixed my hand and seal, in the State and County aforesaid, this \_\_\_\_\_ day of December 1997.

(Notary Seal)

(Notary Public, State of Florida at Large)

My Commission expires:

**CERTIFICATE AND ACKNOWLEDGEMENT  
OF REGISTERED AGENT**

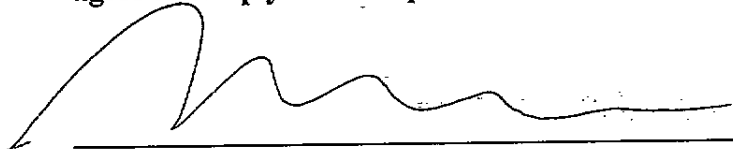
***CERTIFICATE OF REGISTERED AGENT  
OF  
HEALTH-GUARD, INC.***

Pursuant to Florida Statutes Section 48.091 and 607.034, the following is submitted:

The above corporation, desiring to organize under the laws of the State of Florida with its registered agent as indicated in the Articles of Incorporation at 224 BRYAN OAK AVENUE, BRANDON, FLORIDA 33511 has named SCOTT L. VERNER, located at the aforesaid address, as its Registered Agent to accept service of process within this state.

***ACKNOWLEDGEMENT***

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 Florida Law in keeping open said office.

  
\_\_\_\_\_  
(registered agent)

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CLERK OF DISTRICT COURT  
DIVISION OF CORPORATIONS