

P97000107801

RUDEN, MCCLOSKEY, SMITH, ET. AL.

Requestor's Name

215 SOUTH MONROE STREET - #815

Address

TALLAHASSEE, FL 32301 681-9027

City/State/Zip

Phone #

Office Use Only

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

1. AGA HEALTH MANAGEMENT SYSTEMS INC.  
(Corporation Name) (Document #)
2. \_\_\_\_\_  
(Corporation Name) (Document #)
3. \_\_\_\_\_  
(Corporation Name) (Document #)
4. \_\_\_\_\_  
(Corporation Name) (Document #)

FILED  
97 DEC 23 AM 10:10  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

- ☐ 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

900002381599--7  
-12/24/97-01002--009  
\*\*\*\*122.50 \*\*\*\*122.50

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

97 DEC 23 PM 4:13  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

Dme 12/24/97

Examiner's Initials

**ARTICLES OF INCORPORATION**  
**OF**  
**AGA HEALTH MANAGEMENT SYSTEMS, INC.**

**FILED**

97 DEC 23 AM 10:10

SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

The undersigned incorporator, for the purpose of forming a corporation under the Florida Business Corporation Act, hereby adopts the following Articles of Incorporation.

**ARTICLE I**

The name of the corporation shall be AGA HEALTH MANAGEMENT SYSTEMS, INC. The corporation shall exist perpetually.

**ARTICLE II**

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

1952 Lawson Road  
Tallahassee, Florida 32308

**ARTICLE III**

The corporation shall have the power to engage in any lawful activity for which corporations may be organized under the Florida Business Corporation Act.

**ARTICLE IV**

The aggregate number of shares that the corporation shall have authority to issue and to have outstanding at any one time is 10,000 shares, one dollar par value. All such shares shall be of a single class, designated as common.

**ARTICLE V**

The number of directors of the corporation shall be fixed by the bylaws of the corporation. The initial board of directors shall consist of One (1) director whose name and address is as follows:

Augustine O. Agho  
1952 Lawson Road  
Tallahassee, Florida 32308

#### ARTICLE VI

The initial officer of the Corporation is as follows:

Augustine O. Agho, President/Treasurer  
1952 Lawson Road  
Tallahassee, Florida 32308

#### ARTICLE VII

All corporate powers shall be exercised by or under the authority of, and the business and affairs of this corporation shall be managed under the direction of, the shareholders of this corporation. If the required majority of the shareholders or directors severally or collectively consent in writing to any action taken or to be taken by the corporation, and the writings evidencing their consent are filed with the Secretary of the corporation, the action shall be as valid as though it had been authorized at a meeting of the Board of Directors or Shareholders.

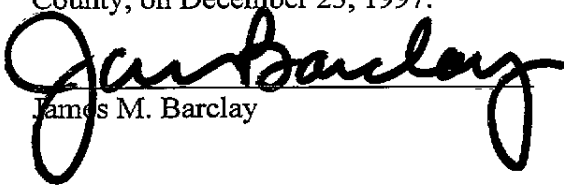
#### ARTICLE VIII

The initial registered agent of the corporation is James M. Barclay. The street address of the corporation's initial registered office is : 215 South Monroe Street, Suite 815, Tallahassee, Florida 32301.

#### ARTICLE IX

The name and address of the incorporator to these Articles of Incorporation is: James M. Barclay, 215 South Monroe Street, Suite 815, Tallahassee, Florida 32301.

The undersigned incorporator has executed these Articles of Incorporation in Tallahassee, Leon County, on December 23, 1997.

  
James M. Barclay

FILED

CERTIFICATE OF DESIGNATION OF  
REGISTERED AGENT/REGISTERED OFFICE

97 DEC 23 AM 10:10

SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

PURSUANT TO THE PROVISIONS OF SECTION 607.0501, FLORIDA STATUTES, THE  
FOLLOWING IS SUBMITTED:

THAT AGA HEALTH MANAGEMENT SYSTEMS, INC., DESIRING TO ORGANIZE  
OR QUALIFY UNDER THE LAWS OF THE STATE OF FLORIDA, WITH ITS PRINCIPAL  
PLACE OF BUSINESS AT 1952 LAWSON ROAD, TALLAHASSEE, FLORIDA 32308, STATE  
OF FLORIDA, HAS NAMED JAMES M. BARCLAY, 215 SOUTH MONROE STREET, SUITE  
815, TALLAHASSEE, FLORIDA 32301, AS ITS AGENT TO ACCEPT SERVICE OF PROCESS  
WITHIN THE STATE OF FLORIDA.

SIGNATURE

  
James M. Barclay

TITLE

Incorporator

DATE

December 23, 1997

HAVING BEEN NAMED TO ACCEPT SERVICE OF PROCESS FOR THE ABOVE  
STATED CORPORATION, AT THE PLACE DESIGNATED IN THIS CERTIFICATE, 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.

SIGNATURE:

  
James M. Barclay

DATE:

December 23, 1997