

P 980000013682

LAW OFFICES  
OF

MILLER & ZACHMAN, P.A.

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POST OFFICE BOX 9  
FORT LAUDERDALE, FLORIDA 33302  
TELEPHONE (954) 463-3765  
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ALICIA ZACHMAN

February 6, 1998

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Corporate Records Bureau  
Division of Corporations  
Department of State  
P.O. Box 6327  
Tallahassee, FL 32314

Re: Articles of Incorporation of Simplymed, Inc.

Dear Sir/Madam:

Enclosed herein please find an original and copy of the Articles of Incorporation of Simplymed, Inc.

Please file these Articles of Incorporation in accordance with Florida Statutes, Section 607.164(4), and upon completion of the filing process, return one certified copy to this office.

If convenient, would you please call to advise of the filing date and file number.

We have enclosed our check in the amount of \$122.50, which represents the filing fees for the said corporation.

Thanking you for your kind cooperation in this matter, I

Very truly yours,

  
Alicia Zachman

AZ:rl1  
Encls.

FILED  
98 FEB 10 PM 12:44  
DIVISION OF CORPORATIONS  
TALLAHASSEE, FLORIDA

2-11-98  
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ARTICLES OF INCORPORATION  
OF  
SIMPLYMED, INC.

FILED  
98 FEB 10 PM 12:44  
DIVISION OF CORPORATIONS  
TALLAHASSEE, FLORIDA

ARTICLE I - NAME OF CORPORATION AND CORPORATE ADDRESS

The name of this corporation is SIMPLYMED, INC.

ARTICLE II - DURATION

This corporation shall have perpetual existence.

ARTICLE III - PURPOSE

This corporation is organized for the purpose of transacting any or all lawful business.

ARTICLE IV - CAPITAL STOCK

This corporation is authorized to issue 5,000 shares of common stock with a par value of \$1.00.

ARTICLE V - INITIAL REGISTERED OFFICE AND AGENT

The street address and initial registered office address of this corporation is:

1840 SW Sunset Trail  
Palm City, FL 34990

and the name of the initial registered agent of the corporation at that address is BRENDA K. ARNOTT.

ARTICLE VI - PRINCIPAL OFFICE AND MAILING ADDRESS

The principal office and mailing address of this corporation is:

1840 SW Sunset Trail  
Palm City, FL 34990

ARTICLE VII - INITIAL BOARD OF DIRECTORS

This corporation shall have two (2) directors initially. The number of directors may be increased from time to time by the Bylaws but shall never be less than two (2).

The names and addresses of the initial directors of this corporation are:

BRENDA K. ARNOTT  
1840 SW Sunset Trail  
Palm City, FL 34990

ELIZABETH M. BLAIR  
2100 Edler Drive  
Stuart, FL 34994

ARTICLE VIII - INCORPORATION

The names and addresses of the persons signing these Articles are:

BRENDA K. ARNOTT  
1840 SW Sunset Trail  
Palm City, FL 34990

ELIZABETH M. BLAIR  
2100 Edler Drive  
Stuart, FL 34994

ARTICLE IX - BYLAWS

The power to adopt, alter, amend or repeal Bylaws shall be vested in the Board of Directors and the shareholders.

ARTICLE X - INITIAL ISSUE OF STOCK

Shares of the capital stock of this corporation shall be issued initially to the following persons and in the amounts set opposite their names:

BRENDA K. ARNOTT	100 Shares
ELIZABETH M. BLAIR	100 Shares

ARTICLE XI - MEETINGS BY CONFERENCE

Members of the Board of Directors may participate in special meetings by conference telephone as provided by law, but regular meetings of the Board of Directors must be attended, in fact, in person, by each Director.

ARTICLE XII - INDEMNIFICATION

This corporation shall indemnify any Officer or Director, or any former Officer or Director, to the full extent permitted by law.

ARTICLE XIII - AMENDMENTS

This corporation reserves the right to amend or repeal any provisions contained in these Articles of Incorporation, or any amendment to them and any right conferred upon the shareholders is subject to this reservation.

IN WITNESS WHEREOF, the undersigned subscribers have executed these Articles of Incorporation this 6<sup>th</sup> day of February, 1998.

Brenda K. Arnett  
E. Blair

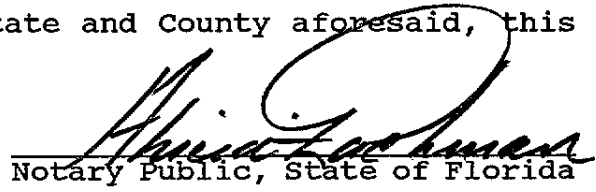
STATE OF FLORIDA

COUNTY OF BROWARD

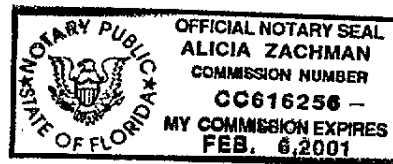
BEFORE ME, the undersigned authority, appeared BRENDA K. ARNOTT and ELIZABETH M. BLAIR, who to me are well known to be the persons described in and who subscribed the above articles of incorporation, who are personally known to me or who produced \_\_\_\_\_ as identification and each of them freely

and voluntarily acknowledged before me according to law that they made and subscribed the same for the uses and purposes therein mentioned and set forth.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed my official seal in the State and County aforesaid, this 6<sup>th</sup> day of February, 1998.

  
Notary Public, State of Florida

My Commission Expires:



ACKNOWLEDGMENT

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

  
BRENDA K. ARNOTT

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TALLAHASSEE, FLORIDA