

P98020033031

TRANSMITTAL LETTER

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

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-04/09/98--01018--012
****131.25 ****131.25

SUBJECT: DynaMed International, Inc. 4

Enclosed is an original and one (1) copy of the articles of incorporation and a check for:

☐ \$70.00
Filing Fee

☐ \$78.75
Filing Fee
& Certificate

☐ \$122.50
Filing Fee
& Certified Copy

☒ \$131.25
Filing Fee,
Certified Copy
& Certificate

ADDITIONAL COPY REQUIRED

FROM: Pamela Haworth Freitas
PO Box 35455
Panama City, FL 32412-5455
850/722-8675 Daytime Phone

FILED
98 APR -9 PM 8:28
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

R. CHESER APR 10 1998

NOTE: Please provide the original and one copy of the articles.

**ARTICLES OF INCORPORATION
OF
DynaMed International, Inc.**

The undersigned, acting as incorporators of a corporation under the Florida General Corporation Act, adopt the following Articles of Incorporation for such corporation.

ARTICLE I: NAME

The name of this corporation is DynaMed International, Inc.

ARTICLE II: DURATION

The period of its duration is perpetual.

ARTICLE III: NATURE OF BUSINESS

The purpose of this corporation is to engage in any activities or businesses permitted under the laws of the United States and State of Florida, except that this corporation shall not conduct a safe deposit, trust, insurance surety, express, railroad, canal, telegraph, telephone, or cemetery company, a building or loan association, mutual fire insurance association, cooperative association, fraternal benefits society, state fair or exposition.

ARTICLE IV: CAPITAL STOCK

The corporation is allowed to have outstanding at any one time 500 shares of common stock, having a par value of \$1.00 per share.

ARTICLE V: INITIAL REGISTERED OFFICE AND AGENT

The name and address of the initial registered agent and office of this corporation are as follows:

Agent: Pamela Haworth Freitas
4933 Deerwood Avenue
Youngstown, Florida 32466

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Office: DynaMed International, Inc.
4933 Deerwood Avenue
Youngstown, Florida 32466

ARTICLE VI: DIRECTORS

This corporation shall have two (2) directors initially. The number of directors may be either increased or decreased from time to time by an amendment of the By-Laws of the corporation in the manner provided by law, but shall never be less than one (1). The name and address of the initial directors of this corporation are:

Mauricio A. Freitas
4933 Deerwood Avenue
Youngstown, FL 32466

Pamela Haworth Freitas
4933 Deerwood Avenue
Youngstown, FL 32466

ARTICLE VII: INCORPORATORS

The name and address of the incorporators signing these Articles of Incorporation are:

Mauricio A. Freitas
4933 Deerwood Avenue
Youngstown, FL 32466

Pamela Haworth Freitas
4933 Deerwood Avenue
Youngstown, FL 32466

ARTICLE VIII: AMENDMENT OF ARTICLES

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

ARTICLE IX: NON-RESIDENT DIRECTORS

Directors need not be residents of this state or shareholders unless Articles of Incorporation or By-Laws so require.

ARTICLE X: BY-LAW AMENDMENTS

The power to adopt, alter, amend, or appeal the By-Laws of this corporation shall be vested in the shareholders.

**ARTICLE XI: RESTRICTION ON AUTHORITY TO MORTGAGE OR
PLEDGE ASSETS**

The Board of Directors of the corporation may not authorize any mortgage or pledge of, or creation of a security interest in, any or all of the property and assets of the corporation for the purpose of securing the payment or performance of any obligation of the corporation, without obtaining prior shareholder approval of any and each such transaction by the vote or written consent of the holders of 51% of the shares of the corporation entitled to vote thereon and not otherwise.

ARTICLE XII: INFORMAL ACTION OF DIRECTORS

If all the 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.

IN WITNESS WHEREOF the undersigned incorporators executed these Articles of incorporation this 7th day of April, 1998


Mauricio A. Freitas


Pamela Haworth Freitas

STATE OF Fla

COUNTY OF Bay

BEFORE ME, the undersigned authority this day personally appeared Mauricio A. Freitas and Pamela Haworth Freitas to me known to be the persons who executed the foregoing Articles of incorporation, they acknowledged before me that they executed such instrument.

DATED this 7th day of April, 1998


Notary Public
My Commission Expires:

NANCY MC CORMICK
MY COMMISSION # CC 534624
EXPIRES: March 13, 2000
Bonded Thru Notary Public Underwriters

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

*In pursuance of Section 48.091, Florida Statutes, the following is submitted in
compliance with said Act:*

That DynaMed International, Inc., a corporation organized under the laws of the State of Florida, with its principal office, as indicated in the Articles of Incorporation at, 4933 Deerwood Avenue; Post Office Box 35455; Panama City, Florida 32412-5455 has appointed Mauricio A. Freitas; 4933 Deerwood Avenue; Youngstown, Florida 32466 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.

STATE OF Fla

COUNTY OF Bay

BEFORE ME, the undersigned authority this day personally appeared Mauricio A. Freitas to me known to be the person who executed the foregoing Articles of Incorporation, he acknowledged before me that he executed such instrument.

DATED this 14th

day of April

1998

Notary Public

My Commission Expires:

NANCY MC CORMICK
MY COMMISSION # CC 534624
EXPIRES: March 13, 2000
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