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April 22, 1998

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

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Please find attached two (2) copies of Articles of Incorporation for MedAmerica Group, Inc., and a check in the amount of \$122.50 for the \$70.00 filing fee and \$52.50 for the certified copy to be returned to the address below. Thank you.

R. H. Sayers

210 S. E. 19th Street Cape Coral, FL 33990

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ARTICLES OF INCORPORATION

MedAmerica Group, Inc.

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- 1. The name of this corporation is MedAmerica Group, Inc. 13180 N. CLEVELAND AVE., N. FORT MYERS, FL 33903
- 2. This corporation shall have perpetual existence and shall begin its corporate existence upon filing of these Articles by the Department of State.
- 3. General purpose for which the corporation is initially organized is to include the transaction of any and all lawful business for which corporations may be incorporated under Chapter 607, Florida Statutes.
- 4. Capital stock of this corporation shall consist of ten thousand (10,000) shares, all of which shall be common stock, and all of which shall have a par value of one dollar (\$1.00) per share. The whole or any part of the capital stock shall be available for issue by the corporation and consideration for these shares of stock shall be payable in lawful money of the United States or property, labor and/or services at a just valuation to be fixed by the director.
- 5. Each stockholder shall offer to the corporation or to any other stockholder of the corporation a thirty-day (30-day) first refusal option to buy his or her stock should he/she decide to sell the stock.
- 6. Street address of the initial Registered Office is 13180 N. Cleveland Avenue, North Fort Myers, FL 33903, and its initial Registered Agent at this address is R. H. Sayers, who acknowledges

acceptance of such designation by affixing his signature hereto:

- 7. Initial directors of the corporation are Raymond Eickelmann, 1817 Coral Point Drive, Cape Coral, FL 33990 and R. H. Sayers, 210 S.E. 19th Street, Cape Coral, FL 33990. Eickelmann will serve as President and Treasurer of the corporation and Sayers will serve as Vice President and Secretary of the corporation. Eickelmann and Sayers each will hold 510 shares of stock in the corporation at the outset, the remainder to be held as treasury stock.
- 8. Name and address of the Incorporator is R. H. Sayers, 210 S. E. 19th Street, Cape Coral, FL 33990.
- 9. These Articles may be amended as provided by law.

I, the undersigned Incorporator, for the purpose of forming a corporation under the laws of Florida, have made and hereby submit to the Department of State these Articles of Incorporation for filing in accordance with Chapter 607, Florida Statutes.

STATE OF FLORIDA)

COUNTY OF LEE)

BEFORE ME, the undersigned authority, duly authorized by law to administer the oaths and to take acknowledgements, personally appeared R. H. Sayers, who, being by me first duly sworn, deposes and says that he is the Incorporator of the above Articles of Incorporation and that the matters set forth therein are true and correct to the best of his knowledge and belief.

WITNESS my hand and official seal this day of April, 1998.

Notary Public

SUSAN L. MEYER
MY COMMISSION # CC 682183
EXPIRES: Soptember 22, 2001
Bonded Thru Notary Public Underwriters