

TRANSMITTAL LETTER

P98000060566

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

SUBJECT: RESPIRATORY RESOURCES, INC.  
(Proposed corporate name - must include suffix)

700002580767--1

-07/06/98--01103--018  
\*\*\*\*131.25 \*\*\*\*131.25

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: JOSE N. GENAD  
Name (Printed or typed)

3748 WILDERNESS WAY C.  
Address

CORAL SPRINGS, FLORIDA 33065  
City, State & Zip

954-753-6048  
Daytime Telephone number

FILED  
98 JUL -6 PM 4:13  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

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

T. SMITH JUL 08 1998

ARTICLES OF INCORPORATION  
OF  
RESPIRATORY RESOURCES, INC.

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

NAME

The name of the corporation shall be **RESPIRATORY RESOURCES, INC.**

ARTICLE II

PRINCIPAL OFFICE

The principal place of business and mailing address of this corporation shall be **3748 Wilderness Way, Coral Springs, Florida 33065**, or such other place as may be designated by the board of directors.

ARTICLE III

PURPOSE

The corporation may engage in any or all business permitted under the laws of the United States and the State of Florida.

ARTICLE VI

SHARES

The maximum amount of stock that this corporation is authorized to have outstanding is one thousand (1000) Shares of common stock, each having \$1.00 par value. Each shareholder of the corporation shall be entitled to one vote for each paid non-assessable share owned by him/her, and there shall be no cumulative voting. No holder of shares of the corporation of any class now or hereafter authorized shall have any preferential or preemptive right to subscribe for, purchase, or receive any shares of the corporation of any class now or hereafter authorized, or any options or warrants for such shares, which at any time may be issued, exchanged, or offered for sale by the corporation.

ARTICLE V

DURATION

This corporation shall have perpetual existence.

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## ARTICLE VI

### REGISTERED AGENT AND ADDRESS

The name and Florida street address of the initial registered agent shall be:

Jose N. Genao  
3748 Wilderness Way  
Coral Springs, Florida 33065

## ARTICLE VII

### DIRECTORS

The Number of directors of this corporation shall be such as shall from time to time be fixed by and in the manner provided in the By-laws of the corporation, but shall at no time be less than one nor more than seven. Except as may otherwise be required by law, vacancies in the board of directors and the newly created directorships resulting from an increase in the authorized number of directors may be filled by a majority of the directors then in office, although less than a quorum.

## ARTICLE VIII

### INITIAL DIRECTORS

The names and addresses of the members of the first board are:

JOSE N. GENAO  
3748 Wilderness Way  
Coral Springs, Florida 33065

LISA M. GENAO  
3748 Wilderness Way  
Coral Springs, Florida 33065

## ARTICLE XI

### INDEMNIFICATION

The corporation shall, to the fullest extent permitted by the provisions of the Florida Corporations Act, as the same may be amended and supplemented, indemnify any person whom it shall have power to indemnify under said provisions from and against any and all of the expenses, liabilities or other matters referred to in or covered by said provisions, and the indemnification provided for herein shall not be entitled under any By-laws, agreement, vote of shareholders, or disinterested directors, or otherwise, both as action in his/her official capacity and as to action in another capacity while holding such office, and shall continue as a person who has ceased to be director or officer, and shall inure to the benefit of the heirs, executors and administrators of such a person.

ARTICLE X

AMENDMENTS

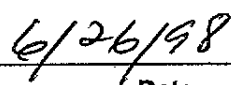
The corporation reserves the right to amend, alter, change or repeal any provisions contained in these articles of incorporation, in the manner now or hereafter prescribed by statute and all rights, powers, privileges and discretion granted or conferred upon stockholders or directors herein are granted subject to this reservation.

ARTICLE XII

INCORPORATOR

The name and address of the incorporator to these articles of incorporation are:

JOSE N. GENAO  
3748 Wilderness Way  
Coral Springs, Florida 33065

 \_\_\_\_\_  \_\_\_\_\_  
Signature / Incorporator Date

Having been named as registered agent and to accept service of process for the above stated corporation at the place designated in this certificate, I hereby accept appointment as registered agent and agree to act in this capacity. I further agree to comply with the provisions of all statutes relating to the proper and complete performance of my duties, and I am familiar with and accept the obligations of my position as registered agent

 \_\_\_\_\_  \_\_\_\_\_  
Signature / Registered Agent Date

ARTICLE XI

COMMENCEMENT

This corporation shall commence its existence upon the filing and certification of these Articles of Incorporation.

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TALLAHASSEE, FLORIDA