# Florida Department of State

Division of Corporations Public Access System Sandra B. Mortham, Secretary of State

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To:

Division of Corporations

Fax Number : (850)487-6013

Account Name: CORPORATE CREATIONS INTERNATIONAL INC.

Account Number: 110432003053 : (305)672-0686 Phone

Fax Number : (305)672-9110

# FLORIDA PROFIT CORPORATION OR P.A.

Cardiovascular Clinical Research, Inc.

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# ARTICLES OF INCORPORATION

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SECRETARY OF STATE TALLAHASSEE, FLORIDA

#### Article I. Name

The name of this Florida corporation is: Cardiovascular Clinical Research, Inc.

#### Article II. Address

The mailing address of the Corporation is: Cardiovascular Clinical Research, Inc. 3801 PGA Blvd., Suite 607 Palm Beach Gardens FL 33410

#### Article III. Registered Agent

The name and address of the registered agent of the Corporation is: Mark A. Sims 3801 PGA Blvd., Suite 607 Palm Beach Gardens FL 33410

### Article IV. Board of Directors

The name of each member of the Corporation's Board of Directors is:

Mark A. Sims Ricardo A. Bedoya Gabriel E. Breur Chauncey Warren Crandall, IV

The affairs of the Corporation shall be managed by a Board of Directors consisting of no less than one director. The number of directors may be increased or decreased from time to time in accordance with the Bylaws of the Corporation. The election of directors shall be done in accordance with the Bylaws. The directors shall be protected from personal liability to the fullest extent permitted by applicable law.

Augusto E. Villa

Richard B. Comiter | FL Bar Member 330027 Richard B. Comiter, P.A. 222 Lakeview Avenue, Suite 800 West Palm Beach FL 33401 561-838-4505

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#### Article V. Capital Stock

The Corporation shall have the authority to issue 100 shares of common stock, par value \$1.00 per share.

#### Article VI. Incorporator

The name and address of the incorporator is: Richard B. Comiter Richard B. Comiter, P.A. 222 Lakeview Avenue, Suite 800 West Palm Beach FL 33401

#### Article VII. Corporate Existence

These Articles of Incorporation shall become effective and the corporate existence will begin on November 4, 1998.

The undersigned incorporator executed these Articles of Incorporation on November 4, 1998.

RICHARD B. COMITER

by G.K. Kuroda as attorney-in-fact

Richard B. Comiter | FL Bar Member 330027 Richard B. Comiter, P.A. 222 Lakeview Avenue, Suite 800 West Palm Beach FL 33401 561-838-4505

# CERTIFICATE OF DESIGNATION REGISTERED AGENT/OFFICE

#### CORPORATION:

Cardiovascular Clinical Research, Inc.

## REGISTERED AGENT/OFFICE:

Mark A. Sims 3801 PGA Blvd., Suite 607 Palm Beach Gardens FL 33410

I agree to act as registered agent to accept service of process for the corporation named above at the place designated in this Certificate. I agree to comply with the provisions of all statutes relating to the proper and complete performance of the registered agent duties. I am familiar with and accept the obligations of the registered agent position.

MARK A. SIMS

by G.K. Kuroda as attorney-in-fact

Date: November 4, 1998.

SECRETARY OF STATE
SECRETARY OF STATE

Richard B. Comiter | FL Bar Member 330027 Richard B. Comiter, P.A. 222 Lakevlew Avenue, Suite 800 West Palm Beach FL 33401 561-838-4505