

TRANSMITTAL LETTER

P990000038025

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

SUBJECT: McDNET Group, Inc.
(Proposed corporate name - must include suffix)

600002849326--4
-04/23/99--01066--019
*****78.75 *****78.75

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 of Status

☒ \$78.75
Filing Fee
& Certified Copy

☐ \$87.50
Filing Fee,
Certified Copy
& Certificate of
Status

ADDITIONAL COPY REQUIRED

FROM: Dennis M. Toback
Name (Printed or typed)

EFFECTIVE DATE
4-21-99

7667 W. SAMPLE Rd. #271
Address

Coral Springs FL 33065
City, State & Zip

(954) 714-2500
Daytime Telephone number

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

99 APR 23 PM 12:45

FILED

RMC
4/27/99

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

ARTICLES OF INCORPORATION OF

MedNet Group, Inc.

The undersigned, acting as incorporator of the MedNet Group, Inc. under the Florida General Corporation Act, adopts the following Articles of Incorporation:

ARTICLE I. NAME

The name of the Corporation is MedNet Group, Inc.

ARTICLE II. COMMENCEMENT OF EXISTENCE

The existence of the corporation will commence on the date of subscription and acknowledgment of these Articles of Incorporation.

ARTICLE III. PURPOSE

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

ARTICLE IV. AUTHORIZED SHARES

The maximum number of shares that the corporation is authorized to have outstanding at any time is 10,000 shares of common stock having a par value of \$1.00 per share. The consideration to be paid for each share shall be fixed by the Board of Directors and may be paid in whole or in part in cash or other property, tangible or intangible, or in labor or services actually performed for the corporation, with a value, in the judgment of the directors, equivalent to or greater than the full par value of the shares.

ARTICLE V. INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial registered office, and the principal office and mailing address of the corporation is 7667 W. Sample Road, # 271 Coral Springs, FL 33065. The name of the corporation's initial registered agent is Dennis M. Toback.

ARTICLE VI. INITIAL BOARD OF DIRECTORS

The corporation shall have one director initially. The number of directors may be either increased or diminished from time to time, as provided in the bylaws, but shall never be less than one. The name and street address of the initial director is:

Name
Dennis M. Toback

Address
7667 W. Sample Road
271
Coral Springs, FL 33065

FILED
99 APR 23 PM 12:45
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

EFFECTIVE DATE

4-21-99

ARTICLE VII. INCORPORATOR

The name and street address of the incorporator is:

Name	Address
Dennis M. Toback	7667 W. Sample Road #271 Coral Springs, FL 33065

The incorporator of the corporation assigns to the corporation his rights under Section 607.161, Florida Statutes, to constitute a corporation, and he assigns to those persons designated by the Board of Directors any rights he may have as incorporator to acquire any of the capital stock of this corporation, this assignment becoming effective on the date corporate existence begins.

ARTICLE VIII. BYLAWS

The power to adopt, alter, amend, or repeal bylaws shall be vested in the Board of Directors and the share holders, except that the Board of Directors may not amend or repeal any bylaw adopted by the shareholders if the share holders specifically provide that the bylaw is not subject to amendment or repeal by the directors.

ARTICLE IX. AMENDMENTS

The corporation reserves the right to amend, alter, change or repeal any provision in the Article of Incorporation in the manner prescribed by law, and all rights conferred on shareholders are subject to this reservation. These articles may be amended prior to the issuance of shares of the corporation by the unanimous approval and consent of the Board of Directors. Thereafter, every amendment shall be approved by the Board of Directors, proposed by them to the shareholders, approved at a shareholders' meeting by the holders of the majority of the shares entitled to vote on the matter or in such other manner as may be provided by law.

IN WITNESS WHEREOF, the undersigned incorporator has executed these Articles of Incorporation this 21st day of April 1999.

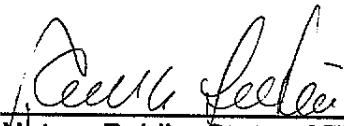
Dennis M. Toback
Dennis M. Toback

FLA T 120-173-46-350-0

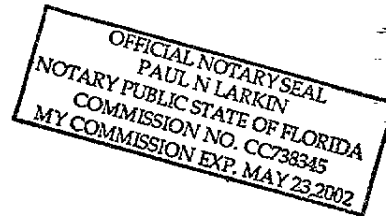
EXP 9/30/2003

STATE OF FLORIDA
COUNTY OF BROWARD

The foregoing instrument was acknowledged before me this 21st day of April, 1999, by Dennis M. Toback




Notary Public, State of Florida at Large



ACCEPTANCE OF APPOINTMENT AS REGISTERED AGENT

Having been named as registered agent for the MedNet Group, Inc. in the foregoing Articles of Incorporation, I hereby agree to accept service of process for said Corporation and to comply with any and all Statutes relative to the complete and proper performance of the duties of the registered agent.

By: 
Dennis M. Toback

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