

# P99000052731

Florida Department of State  
Division of Corporations  
Public Access System  
Katherine Harris, Secretary of State

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**To:**

Division of Corporations  
Fax Number : (850) 922-4001

**From:**

Account Name : EMPIRE CORPORATE KIT COMPANY  
Account Number : 072450003255  
Phone : (305) 541-3694  
Fax Number : (305) 541-3770

**FLORIDA PROFIT CORPORATION OR P.A.**

**MEDXM, INC.**

**FILED**  
99 JUN 10 PM 1:26  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

Certificate of Status	0
Certified Copy	0
Page Count	04
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FLORIDA DEPARTMENT OF STATE  
Katherine Harris  
Secretary of State

June 9, 1999

EMPIRE

SUBJECT: MEDXM, INC.  
REF: W99000013454

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Becky McKnight  
Document Specialist

FAX Aud. #: H99000013936  
Letter Number: 599A00031189

H99000013936

ARTICLES OF INCORPORATION  
OF  
MEDXM, INC.

The undersigned, acting as incorporator under and by virtue of the laws of the State of Florida, and particularly the Florida General Corporation Act, as provided in Chapter 607, Florida Statutes, and any acts supplementary thereto, adopts the following Articles of Incorporation for such corporation.

ARTICLE I

The name of the corporation shall be: MEDXM, INC. and its principal office and mailing address shall be:

c/o Medxm, Inc.  
800 West Oakland Park Blvd., Suite 303  
Fort Lauderdale, FL 33311

ARTICLE II

The location of its initial registered office in the State of Florida is 800 West Oakland Park Blvd., Suite 303, Fort Lauderdale, FL 33311, but it shall have the power to establish and maintain branch offices at such cities and towns in the State of Florida and the United States as said corporation may from time to time determine. The name of its initial registered agent at said address is Siamak Zahedi.

ARTICLE III

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

ARTICLE IV

The authorized capital stock of the corporation shall be ten thousand (10,000) shares of common stock having a par value of 1.00 per share. The holders of stock of the corporation shall be entitled to one (1) vote for each share of stock held at all meetings of the stockholders. Cumulative voting shall not be permitted. All subscriptions of stock shall be paid for in lawful money of the United States of America, or in property, security, labor, services or such other method of payment as the Board of Directors may reasonably approve, at a just valuation being fixed by the Board of Directors at a meeting called for such purposes; and property, labor or services may also be purchased or paid for with capital stock of the corporation, at a just valuation being fixed by the Board of Directors, and the corporation may from time to time increase its capital stock to any amount within authorization by law.

John C. Walker, C.P.A., P.A.  
3020 North Federal Highway \* Building 11  
Fort Lauderdale, FL 33306  
954/561-5670

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TALLAHASSEE, FLORIDA

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ARTICLE V

The term of the existence of the corporation shall be perpetual.

ARTICLE VI

The name and street address of the incorporator to these Articles of Incorporation are:

Siamak Zahedi  
5100 Bayview Drive, #201  
Fort Lauderdale, FL 33308

ARTICLE VII

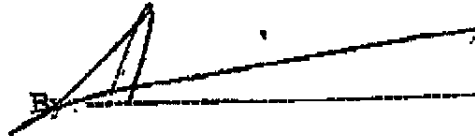
The numbers of directors of the corporation shall be a minimum of one (1) and not more than fifteen (15), none of whom shall be required to be stockholders, nor to be residents of the State of Florida.

ARTICLE VIII

The names and post office address for the first Board of Directors of the corporation, who, subject to the provisions of Certificate of Incorporation, By-Laws of the corporation, and the laws of the State of Florida, shall hold office for the first year of the existence of the corporation or until their successors are duly elected and qualified, are as follows:

Siamak Zahedi  
5100 Bayview Drive, #201  
Fort Lauderdale, FL 33308

The undersigned, being the original subscriber to the capital stock hereinbefore described and to these Articles of Incorporation to do business within and without the State of Florida, and the pursuant to the laws of the State of Florida, does make and file this Certificate, hereby declaring and certifying that the facts herein stated are true and, accordingly, has hereunto subscribed his hand this June 7, 1999.

By: 

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H99000013936

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

In pursuance of Chapter 48.091, Florida Statutes, the following is submitted in compliance with said act; MEDXM, INC., desiring to organize under the laws of the State of Florida with its principle office, as indicated in the Articles of Incorporation, at the City of Fort Lauderdale, County of Broward, State of Florida has named Siamak Zahedi, 800 West Oakland Park Blvd., Suite 303, City of Fort Lauderdale, County of Broward, State of Florida, 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 I agree to comply with the provision of said act related to keeping open said place.

By: 

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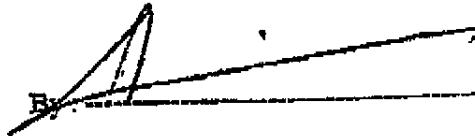
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5100 Bayview Drive, #201  
Fort Lauderdale, FL 33308

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By: 

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