

Ordered By:

Date:

# UCE FILING & SEARCH SERVICES, INC. 526 Fast Park Avenue

526 East Park Avenue Tallahassee, FL 32301 (850) 681-6528

# FOR PICKUP BY UCC SERVICES

OFFICE USE ONLY (Document #)

T. SMITH NOV 0 9 1999

766022

CORPORATION NAME(S) AND DOCUMENT NUMBER(S) (if known): TBMR Maclical Walk In Pick Up Time Certified Copy Mail Out Certificate of Sta Will Wait RUSH Certificate of Good Standing Photocopy ARTICLES ONLY ALL CHARTER DOC NEW FILINGS E AMENDMENTS PER Profit Amendment NonProfit Resignation of R.A. Officer/Director Limited Liability Change of Registered Agent Certificate of FICTHYOUS NAM Domestication Dissolution/Withdrawai Other Merger FICTITIOUS NAME CORP SEARCH EMOTHER FILINGS REGISTRATION/QUALIFICATION Annual Report Foreign Fictitious Name Limited Parmership Name Reservation Reinstatement Trademark Other

# ARTICLES OF INCORPORATION OF TBMR MEDICAL RESEARCH, INC.

ARTICLE I.

NAME

The name of this corporation is TBMR MEDICAL RESEARCH FINC.

# PRINCIPAL OFFICE

The principal office of this corporation and the mailing address of this corporation is 3253 McMullen Booth Road, Suite 200, Clearwater, Florida 33761.

#### ARTICLE III.

# DURATION; EFFECTIVE DATE

This corporation shall exist perpetually, commencing as of November 8, 1999.

# ARTICLE IV.

# **PURPOSES**

This corporation may engage in any activity or business permitted under the laws of the United States of America and of this State.

# ARTICLE V.

#### CAPITAL STOCK

This corporation is authorized to issue Ten Thousand (10,000) shares of One Dollar (\$1.00) par value common stock.

#### ARTICLE VI.

# REGISTERED OFFICE AND REGISTERED AGENT

The name of the initial Registered Agent of this corporation and the street address of the initial Registered Office are Joel D. Bronstein, Esquire, 150 Second Avenue North, Suite 1100, St. Petersburg, Florida 33701. The Registered Agent, by his execution of these Articles of Incorporation as incorporator, accepts the appointment as registered agent and agrees to comply with the provisions of all statutes relative thereto, including the obligations of § 607.0501, Florida Statutes.

# ARTICLE VII.

# INITIAL BOARD OF DIRECTORS

This corporation shall have two (2) directors initially. The number of directors may be either increased or decreased from time to time as provided in the Bylaws, but shall never be less than one (1). The names and address of the initial directors of this corporation are Steven C. Bowman and James P. Hampsey, 3253 McMullen Booth Road, Suite 200, Clearwater, Florida 33761.

#### ARTICLE VIII.

# INCORPORATOR

The name and address of the person signing these Articles of Incorporation are Joel D. Bronstein, Esquire, 150 Second Avenue North, Suite 1100, St. Petersburg, Florida 33701.

#### ARTICLE IX.

#### AMENDMENT

This corporation reserves the right to amend or repeal any provisions contained in these Articles of Incorporation, or any amendment hereto, and any right conferred upon the shareholders is subject to this reservation.

#### ARTICLE X.

#### **BYLAWS**

The initial Bylaws shall be adopted by the Board of Directors.

The power to alter, amend, or repeal the Bylaws or adopt new Bylaws is vested in the Board of Directors, subject to repeal or change by action of the shareholders.

#### ARTICLE XI.

#### INFORMAL SHAREHOLDER ACTION

The holders of not less than a majority of the issued and outstanding shares of the voting stock of the corporation may act by written agreement without a meeting, as provided in Florida Statutes 607.0704 and the Bylaws.

139305