

## TRADEMARK ASSIGNMENT COVER SHEET

Electronic Version v1.1  
Stylesheet Version v1.2

ETAS ID: TM415262

<b>SUBMISSION TYPE:</b>	NEW ASSIGNMENT		
<b>NATURE OF CONVEYANCE:</b>	ENTITY CONVERSION		
<b>CONVEYING PARTY DATA</b>			
<b>Name</b>	<b>Formerly</b>	<b>Execution Date</b>	<b>Entity Type</b>
Management Health Systems, Inc.		10/14/2015	Corporation: GEORGIA
<b>RECEIVING PARTY DATA</b>			
<b>Name:</b>	Management Health Systems, Inc.		
<b>Doing Business As:</b>	MedPro		
<b>Street Address:</b>	1580 Sawgrass Corporate Parkway		
<b>Internal Address:</b>	Suite 200		
<b>City:</b>	Sunrise		
<b>State/Country:</b>	FLORIDA		
<b>Postal Code:</b>	33323		
<b>Entity Type:</b>	Corporation: FLORIDA		
<b>PROPERTY NUMBERS Total: 4</b>			
<b>Property Type</b>	<b>Number</b>	<b>Word Mark</b>	
<b>Registration Number:</b>	4862637	MEDPRO HEALTHCARE STAFFING	
<b>Registration Number:</b>	3465673	MEDPRO	
<b>Registration Number:</b>	3377780	MEDPRO	
<b>Registration Number:</b>	2481701	MED PRO STAFFING & DIRECT PLACEMENT	
<b>CORRESPONDENCE DATA</b>			
<b>Fax Number:</b>	7062430417		
<i>Correspondence will be sent to the e-mail address first; if that is unsuccessful, it will be sent using a fax number, if provided; if that is unsuccessful, it will be sent via US Mail.</i>			
<b>Phone:</b>	706-243-5624		
<b>Email:</b>	jlw@psstf.com		
<b>Correspondent Name:</b>	Jerry L. Watts		
<b>Address Line 1:</b>	P.O. Box 1199		
<b>Address Line 2:</b>	1111 Bay Avenue, Third Floor		
<b>Address Line 4:</b>	Columbus, GEORGIA 31902		
<b>NAME OF SUBMITTER:</b>	Jerry L. Watts		
<b>SIGNATURE:</b>	/Jerry L. Watts/		
<b>DATE SIGNED:</b>	02/07/2017		

OP \$115.00 4862637

**Total Attachments: 14**

source=Georgia to Florida Domestication - 2015#page1.tif  
source=Georgia to Florida Domestication - 2015#page2.tif  
source=Georgia to Florida Domestication - 2015#page3.tif  
source=Georgia to Florida Domestication - 2015#page4.tif  
source=Georgia to Florida Domestication - 2015#page5.tif  
source=Georgia to Florida Domestication - 2015#page6.tif  
source=Georgia to Florida Domestication - 2015#page7.tif  
source=Georgia to Florida Domestication - 2015#page8.tif  
source=Georgia to Florida Domestication - 2015#page9.tif  
source=Georgia to Florida Domestication - 2015#page10.tif  
source=Georgia to Florida Domestication - 2015#page11.tif  
source=Georgia to Florida Domestication - 2015#page12.tif  
source=Georgia to Florida Domestication - 2015#page13.tif  
source=Georgia to Florida Domestication - 2015#page14.tif

COVER LETTER

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

SUBJECT: MANAGEMENT HEALTH SYSTEMS, INC.

Enclosed is an original and one (1) copy of the Certificate of Domestication and a check for:

FEES:

Certificate of Domestication	\$ 50.00
Articles of Incorporation and Certified Copy	\$ <u>78.75</u>
Total to domesticate and file	\$128.75

OPTIONAL:

Certificate of Status	\$ 8.75
-----------------------	---------

Jerry L. Watts

Name (printed or typed)

PO Box 1199

Address

Columbus, GA 31902

City, State & Zip

706-324-0251

Daytime Telephone Number

lja@psstf.com

E-mail address: (to be used for future annual report notification)



FLORIDA DEPARTMENT OF STATE  
Division of Corporations

October 21, 2015

JERRY L WATTS  
PO BOX 1199  
COLUMBUS, GA 31902

The Certificate of Domestication and Articles of Incorporation for MANAGEMENT HEALTH SYSTEMS, INC. were filed on October 14, 2015 effective March 20, 1997, and assigned document number P15000086539. Please refer to this number whenever corresponding with this office.

Enclosed is the certification requested. To maintain "active" status with the Division of Corporations, an annual report must be filed yearly between January 1st and May 1st beginning in the year following the file date or effective date indicated above. If the annual report is not filed by May 1st, a \$400 late fee will be added.

A Federal Employer Identification Number (FEI/EIN) will be required when this report is filed. Contact the IRS at 1-800-829-4933 for an SS-4 form or go to [www.irs.gov](http://www.irs.gov).

Please be aware if the corporate address changes, it is the responsibility of the corporation to notify this office.

Should you have any further questions regarding this matter, please feel free to telephone (850) 245-6052, the New Filings Section.

Tim Burch  
Regulatory Specialist II  
Division of Corporations

Letter Number: 515A00022303

[www.sunbiz.org](http://www.sunbiz.org)

Division of Corporations - P.O. BOX 6327 -Tallahassee, Florida 32314

**TRADEMARK**  
**REEL: 005983 FRAME: 0117**

# State of Florida



## Department of State

I certify the attached is a true and correct copy of the Certificate of Domestication and Articles of Incorporation for MANAGEMENT HEALTH SYSTEMS, INC., filed on October 14, 2015 effective March 20, 1997, as shown by the records of this office.

The document number of this corporation is P15000086539.

Given under my hand and the  
Great Seal of the State of Florida  
at Tallahassee, the Capital, this the  
Twenty-first day of October, 2015



CR2EO22 (1-11)

*Ken Detzner*

Ken Detzner  
Secretary of State

CERTIFICATE OF DOMESTICATION

FILED  
15 OCT 16 PM 1:06  
STATE OF FLORIDA  
TALLAHASSEE

The undersigned, James H. Parker, Secretary  
(Name) (Title)  
of Management Health Systems, Inc. a foreign corporation  
(Corporation Name)

in accordance with s. 607.1801, Florida Statutes, does hereby certify:

1. The date on which corporation was first formed was March 20, 1997.
2. The jurisdiction where the above named corporation was first formed, incorporated, or otherwise came into being was Georgia.
3. The name of the corporation immediately prior to the filing of this Certificate of Domestication was Management Health Systems, Inc.
4. The name of the corporation, as set forth in its articles of incorporation, to be filed pursuant to s. 607.0202 and 607.0401 with this certificate is Management Health Systems, Inc.
5. The jurisdiction that constituted the seat, siege social, or principal place of business or central administration of the corporation, or any other equivalent jurisdiction under applicable law, immediately before the filing of the Certificate of Domestication was Georgia.
6. Attached are Florida articles of incorporation to complete the domestication requirements pursuant to s. 607.1801.

I am Secretary, of Management Health Systems, Inc.

and am authorized to sign this Certificate of Domestication on behalf of the corporation and have done so this the 13<sup>th</sup> day of October, 2015.

James H Parker  
(Authorized Signature)

<b>Filing Fee:</b>	
Certificate of Domestication	\$ 50.00
Articles of Incorporation and Certified Copy	\$ 78.75
Total to domesticate and file	\$128.75

ARTICLES OF INCORPORATION  
of  
MANAGEMENT HEALTH SYSTEMS, INC.

FILED  
15 OCT 14 PM 4:09

SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

The undersigned, acting as Incorporator, desiring to form a corporation for profit pursuant to the Florida Business Corporation Act, adopts the following Articles of Incorporation for such corporation.

ARTICLE I - NAME

The name of this corporation is MANAGEMENT HEALTH SYSTEMS, INC. (the "Corporation").

ARTICLE II - ADDRESS OF PRINCIPAL OFFICE

The principal office and street address of the Corporation is 1580 Sawgrass Corporate Parkway, Suite 100, Sunrise, Florida, 33323.

ARTICLE III - GENERAL PURPOSE

The Corporation is organized for the purpose of transacting any and all lawful business authorized and not prohibited by the Florida Business Corporation Act, as the same may be from time to time amended.

ARTICLE IV - CAPITAL STOCK

The Corporation has the authority to issue its common stock pursuant to such pre-existing plans as it may from time to time adopt in accordance with Section 1244 of the Internal Revenue Code of 1986, as amended, and the Board of Directors of the corporation has authority to adopt the initial plan for the issuance of such common stock at its first organizational meeting. The Corporation is authorized to issue one million (1,000,000) shares of capital stock. The directors of the Corporation are authorized and empowered to issue the capital stock of the Corporation as they in their discretion shall determine.

ARTICLE V - SUBCHAPTER S ELECTION

These Articles of Incorporation are being filed in connection with the Domestication of the Corporation in the State of Florida from the State of Georgia. The Corporation has previously filed an election to be treated as a Small Business Corporation under Subchapter S of Section 1362 of the Internal Revenue Code of 1986, as amended, which election shall be maintained unless the Board of Directors determines such election to no longer be in the best interest of the Corporation.

ARTICLE VI - INITIAL BOARD OF DIRECTORS

- A. The Corporation shall have three (3) directors initially.

- B. The number of directors of the Corporation may be increased or decreased from time to time pursuant to bylaws adopted by the shareholders, but shall never be less than one (1).
- C. The names and addresses of the initial members of the Board of Directors who shall hold office until their successors are duly elected and have qualified are:

M. Wayne Starks                      5608 Princeton Avenue  
Columbus, Georgia 31904

Michael K. LeMonier                      2800 South Ocean Blvd, Unit 21K  
Boca Raton, Florida 33432

James H. Parker                      5608 Princeton Avenue  
Columbus, Georgia 31904

**ARTICLE VII - INITIAL REGISTERED OFFICE AND AGENT**

The name and street address of the initial registered agent of the Corporation is:

CT Corporation System  
1200 South Pine Island Road  
Plantation, FL 33324

**ARTICLE VIII - INCORPORATOR**

The name and address of the Incorporator of the Corporation is:

James H. Parker  
1580 Sawgrass Corporate Parkway, Suite k100  
Sunrise, FL 33323

**ARTICLE IX - BYLAWS**

The power to adopt, alter or repeal bylaws shall be vested in the Board of Directors.

**ARTICLE X - DURATION**

The Corporation shall begin its corporate existence as of the filing of these Articles of Incorporation and shall exist perpetually unless dissolved by operation of law.



**ARTICLE XI - INDEMNIFICATION**

The Corporation shall indemnify any officer or director, or any former officer or director, to the full extent permitted by the Florida Business Corporation Act.

**ARTICLE XII - DISTRIBUTION OF ASSETS**

The Board of Directors may, from time to time and in its discretion, distribute any portion of its assets to its shareholders out of surplus of the Corporation.

**ARTICLE XIII - REDEMPTION**

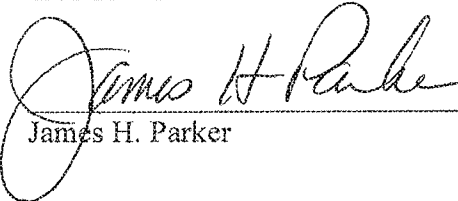
The Corporation may, upon adoption by the Board of Directors, purchase its own shares to the extent there is unreserved and unrestricted surplus available for such purchase.

**ARTICLE XIV - AMENDMENT**

The 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 shareholder is subject to this reservation.

IN WITNESS WHEREOF, the undersigned has executed these Articles of Incorporation at 1580 Sawgrass Corporate Parkway, Suite 100, Sunrise, Florida, this 13 day of October, 2015.

INCORPORATOR:

  
James H. Parker

ACCEPTANCE OF REGISTERED AGENT

Having been named as registered agent to accept service of process for the Corporation at the place designated in these Articles of Incorporation, I am familiar with and accept the appointment as registered agent and agree to act in this capacity.

REGISTERED AGENT:

CT CORPORATION SYSTEM

By: 

Its: \_\_\_\_\_  
**Kimberly Baggett**  
**Assistant Secretary**

FILED  
15 OCT 14 PM 12:09  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA



# STATE OF GEORGIA

Secretary of State  
Corporations Division  
313 West Tower  
2 Martin Luther King, Jr. Dr.  
Atlanta, Georgia 30334-1530

## CERTIFICATE OF CONVERSION

I, Brian P. Kemp, the Secretary of State and the Corporation Commissioner of the State of Georgia, hereby certify under the seal of my office that articles of conversion have been filed on 10/26/2015 converting

MANAGEMENT HEALTH SYSTEMS, INC.

Domestic Profit Corporation

to

MANAGEMENT HEALTH SYSTEMS, INC.

a Foreign Profit Corporation

This required fees as provided by Title 14 of the Official Code of Georgia Annotated have been paid.

WITNESS my hand and official seal in the City of  
Atlanta and the State of Georgia on 10/26/2015



A handwritten signature in black ink, appearing to read 'B. P. Kemp'.

Brian P. Kemp  
Secretary of State

CERTIFICATE OF CONVERSION  
OF  
MANAGEMENT HEALTH SYSTEMS, INC.

ARTICLE I

The name of the corporation is "MANAGEMENT HEALTH SYSTEMS, INC." (the "Corporation").

ARTICLE II

The Corporation shall be converted to Management Health Systems, Inc., a Florida corporation.

ARTICLE III

The Corporation has adopted a plan of conversion in accordance with subsection (c) of O.C.G.A. § 14-2-1109.3.

ARTICLE IV

As of the Effective Date, the authority of the registered agent appointed to accept service on behalf of the Corporation in Georgia is revoked and the Secretary of State is irrevocably appointed as the agent for the service of process for the Corporation to enforce any obligation of the Corporation arising prior to the Effective Date.

ARTICLE V

The new mailing address of the Corporation shall be 1580 Sawgrass Corporate Parkway, Suite 100, Sunrise, Florida, 33323.

ARTICLE VI

The Corporation shall notify the Secretary of State of any change in the mailing address of the Corporation.

IN WITNESS WHEREOF, the undersigned has duly executed this Certificate of Conversion, this 23 day of October, 2015.



JAMES H. PARKER, Secretary



Brian P. Kemp  
Secretary of State

OFFICE OF SECRETARY OF STATE  
CORPORATIONS DIVISION  
2 Martin Luther King Jr. Dr. SE  
Suite 313 West Tower  
Atlanta, Georgia 30334  
(404) 656-2817  
sos.georgia.gov/corporations

APPLICATION FOR CERTIFICATE OF AUTHORITY  
FOR FOREIGN CORPORATION

**IMPORTANT**

Provide your e-mail address when completing this form.

E-Mail: jlw@psstf.com

**NOTICE TO APPLICANT: PRINT PLAINLY OR TYPE REMAINDER OF THIS FORM**

1. Management Health Systems, Inc. Name of Corporation		Name Reservation Number (Optional)	
Date business commenced (or proposed to commence) in Georgia: <u>October 14, 2015</u> (NOTE: If the date provided here is more than 30 days prior to the date the application is received by the Secretary of State, a \$500 penalty must be paid. Penalty is statutory and cannot be waived by Secretary of State.)			
2. Jerry L. Watts Name of Filing Person	706-324-0251 Telephone Number		
P.O. Box 1199 Address	Columbus City	Georgia State	31902 Zip Code
3. 1580 Sawgrass Corporate Parkway, Suite k100 Principal Office Mailing Address (may be P.O. Box)	Sunrise City	Florida State	33323 Zip Code
4. Jerry L. Watts Name of Registered Agent in Georgia			
1111 Bay Avenue, 3rd Floor Registered Office Street Address in Georgia (post office box or mail drop not acceptable for registered office address)			
Columbus City	Georgia County	GA State	31901 Zip Code
5. Management Health Systems, Inc. Corporation's Name in State or Country of Incorporation (Must match name on certificate of existence)			
Check ONE: <input checked="" type="checkbox"/> PROFIT <input type="checkbox"/> NONPROFIT		Jurisdiction (Home State or Country): Florida	Date of Incorporation in Home Jurisdiction: October 14, 2015
6. Michael LeMonier Officer / CEO	1580 Sawgrass Corporate Parkway, Suite k100 Address	Sunrise City	FL 33323 State Zip Code
Frank Forbes Officer / CFO	5608 Princeton Avenue Address	Columbus City	GA 31904 State Zip Code
James Parker Officer / Secretary	5608 Princeton Avenue Address	Columbus City	GA 31904 State Zip Code
7. Effective Date: (Choose one) <input checked="" type="checkbox"/> Upon filing <input type="checkbox"/> Delayed effective date and/or time: _____ (A delayed effective date must be within 90 days of the filing date.)			
8. NOTICE: Mail the following items to the Secretary of State at the above address. (1) This application; (2) An ORIGINAL certificate of existence or good standing, not more than 90 days old, certified by the home state or country. (Certificate from home state may not be more than 90 days old; copy of articles of incorporation from home state should NOT be submitted.); and (3) Filing fee of \$225.00 payable to "Secretary of State." Filing fees are non-refundable. (4) If applicable, a copy of the resolution of the board of directors, certified by corporation's secretary, adopting a fictitious or trade name.			
Signature of Authorized Person <u>Jerry L. Watts</u>		Date 10/23/2015	
Print name Jerry L. Watts		Attorney Title	

FORM 236  
(Rev. 4/2013)

# *State of Florida*

## *Department of State*

I certify from the records of this office that MANAGEMENT HEALTH SYSTEMS, INC. is a corporation organized under the laws of the State of Florida, filed on October 14, 2015, effective March 20, 1997.

The document number of this corporation is P15000086539.

I further certify that said corporation has paid all fees due this office through December 31, 1997 and that its status is active.

I further certify that said corporation has not filed Articles of Dissolution.

*Given under my hand and the  
Great Seal of the State of Florida  
at Tallahassee, the Capital, this  
the Twenty-second day of October,  
2015*



*Ken Detjmer*  
*Secretary of State*

Tracking Number: CU99S6519517

To authenticate this certificate, visit the following site, enter this number, and then follow the instructions displayed.

<https://services.sunbiz.org/Filings/CertificateOfStatus/CertificateAuthentication>