



L29307

Melissa A. Poston  
Legal Assistant

January 30, 2002

**VIA CERTIFIED MAIL**  
**RETURN RECEIPT REQUESTED**

Amendment Section  
Division of Corporations  
Post Office Box 6327  
Tallahassee, Florida 32314

600004865456--4  
-02/04/02--01100--002  
\*\*\*\*\*43.75 \*\*\*\*\*43.75

RE: Amended and Restated Articles of Incorporation

Dear Sir/Madam:

Enclosed for filing please find the original and one photocopy of the Amended and Restated Articles of Incorporation of HMS Imaging, Inc. Also enclosed is our check in the amount of \$43.75 for the filing fee and a certified copy. Please return the file-stamped copy along with the certified copy certificate to my attention in the self-addressed, stamped envelope provided for your convenience.

Thank you for your assistance. If you have any questions, please call me at 904-202-5010.

Very Truly Yours,

Melissa A. Poston

/mp  
Enclosures

FILED  
SECRETARY OF STATE  
DIVISION OF CORPORATIONS  
02 FEB -4 AM 11:52

Amended & Restated art. & N/c

V SHEPARD FEB 7 2002

**AMENDED AND RESTATED  
ARTICLES OF INCORPORATION OF  
HMS IMAGING, INC.**

FILED  
\*SECRETARY OF STATE  
DIVISION OF CORPORATIONS  
02 FEB -4 AM 11:52

- A. The name of this Corporation is HMS Imaging, Inc.
- B. An amendment to the Articles of Incorporation was adopted on January 15, 2002, by the sole shareholder of this Corporation to amend and restate the Articles of Incorporation as follows:

**“ARTICLE I  
NAME**

The name of the Corporation is Pavilion Provider Network, Inc.”

There are no other amendments to the Articles of Incorporation, except as stated above.

- C. The sole shareholder of this Corporation were entitled to vote on this amendment, and the number of votes cast for the amendment was sufficient for approval by the shareholder.
- D. The Restated Articles of Incorporation, as set forth below, supersede the original Articles of Incorporation and all amendments to them.
- E. The sole shareholder of this Corporation has approved the amendment and restatement of the Articles of Incorporation, as follows:

**ARTICLE I-NAME**

The name of this Corporation is Pavilion Provider Network, Inc.

**ARTICLE II-PRINCIPAL OFFICE**

The street address of the principal place of business and mailing address of this Corporation are 1325 San Marco Boulevard, Suite 901, Jacksonville, Florida 32207.

**ARTICLE III-CAPITAL STOCK**

The number of shares of stock that this Corporation is authorized to have outstanding at any one time is one thousand (1,000) shares of common stock with a par value of \$1.00 per share.

**ARTICLE IV- REGISTERED AGENT AND ADDRESS**

The name and address of the registered agent are Harvey Granger, Esq., 1325 San Marco Boulevard, Suite 902, Jacksonville, Florida 32207.

## **ARTICLE V-INDEMNIFICATION**

Directors, officers, employees and agents of this Corporation shall be indemnified to the fullest extent permitted by Florida law.

## **ARTICLE VI-BYLAWS**

The Board of Directors shall adopt Bylaws for this Corporation and may from time to time modify, alter, amend or rescind the same by majority vote of the members of the Board of Directors present at any regular or special meeting or by written consent of all of the members of the Board of Directors. However, amendments shall not become effective until ratified by the sole shareholder of this Corporation.


## **ARTICLE VII-AMENDMENTS**

This Corporation may amend, alter or repeal any provision of these Amended and Restated Articles of Incorporation in the manner now or hereinafter provided by Florida law. However, amendments shall not become effective until ratified by the sole shareholder of this Corporation.

The Articles of Amendment and Restatement of this Corporation were adopted on January 15, 2002 by the sole shareholder of this Corporation pursuant to sections 607.1001, 607.1002, 607.1006, and 607.1007 Florida Statutes.

IN WITNESS WHEREOF, this Corporation has caused these Articles of Amendment and Restatement to be signed in its name by its President this 15th day of January, 2002.

**PAVILION PROVIDER NETWORK, INC.**

By:   
Donald O. Parrett, President