

P00000071434

TRANSMITTAL LETTER

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

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-07/17/00-01108-015
*****87.50 *****87.50

SUBJECT: WebMBS Corporation
(PROPOSED CORPORATE NAME - MUST INCLUDE SUFFIX)

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: DOUGLAS A KEGLER
Name (Printed or typed)

1627 E Central Blvd.
Address

Orlando FL 32803
City, State & Zip

407-895-0443
Daytime Telephone number

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
00 JUL 26 PM 5: 26

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

524
W00-18109

J. MacLeod



FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS

00 JUL 26 PM 5: 26

FLORIDA DEPARTMENT OF STATE
Katherine Harris
Secretary of State

July 19, 2000

DOUGLAS A. KEGLER
1627 E CENTRAL BOULEVARD
ORLANDO, FL 32803

SUBJECT: WEBMBS CORPORATION
Ref. Number: W00000018109

We have received your document for WEBMBS CORPORATION. However, the document has not been filed and is being returned for the following:

IF YOU WISH TO FILE A TRADE NAME YOU WILL NEED TO CONTACT OUR TRADEMARK SECTION AT (850) 487-6051.

Please return the original and one copy of your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 487-6973.

Claretha Golden
Document Specialist

Letter Number: 200A00039702

ARTICLES OF INCORPORATION

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DIVISION OF CORPORATIONS

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ARTICLE I - CORPORATION NAME

Legal Name: WebMBS Corporation

ARTICLE II - PRINCIPAL PLACE OF BUSINESS

The address where the corporation's principal place of business will be located is:

Street Address: 1627 E Central Blvd
City, State, Zip: Orlando, FL 32803
County: United States
Telephone: (407)895-0443

ARTICLE III - BUSINESS ACTIVITIES

This corporation will begin with an initial number of employees of approximately 1, and anticipated first year gross revenues of approximately \$2,500.00.

The primary activities of the corporation can be described as follows: Medical billing and record management software operated over the Internet..

ARTICLE IV - GEOGRAPHICAL AREA OF BUSINESS OPERATIONS:

The business will conduct its operations in the following geographical area: The United States..

ARTICLE V - STOCK

The corporation will authorize the following number of shares: 5,000,000
The shares will be: par value of \$0.001 per share.

The shareholders will have preemptive rights with respect to additional shares of stock sold by the corporation.

The shareholders will be required to first offer their shares to the corporation before selling to other parties.

ARTICLE VI - FISCAL YEAR

The fiscal year of the corporation will end each year on December 31.

ARTICLE VII - DIRECTORS

The following persons will be the initial directors of the corporation:

Name: Douglas A. Kegler
Address: 1627 E Central Blvd
City, State, Zip: Orlando, FL 32803
Telephone: (407)895-0443 Ext. _____

Each director will serve for a term of 1 year(s).

The directors will not be personally liable to the corporation or its shareholders for obligations arising out of the performance of the directors' duties.

OFFICERS:

The following persons will be elected to fill the respective offices:

President: Douglas A. Kegler
Address: 1627 E Central Blvd
City, State, Zip: Orlando, FL 32803
Telephone: (407)895-0443 Ext. _____

Vice President: Douglas A. Kegler
Address: 1627 E Central Blvd
City, State, Zip: Orlando, FL 32803
Telephone: (407)895-0443 Ext. _____

Treasurer: Elena B. Kegler
Address: 1627 E Central Blvd
City, State, Zip: Orlando, FL 32803
Telephone: (407)895-0443 Ext. _____

Secretary: Elena B. Kegler
Address: 1627 E Central Blvd
City, State, Zip: Orlando, FL 32803
Telephone: (407)895-0443 Ext. _____

The corporation will defend the directors and officers against lawsuits.

Business transactions between the corporation and its officers and directors will be allowed.

Instruments which relate to an interest in real estate must be signed by the following:

President or Vice-President and Secretary or Treasurer

The officers are authorized to do the following:

Open a corporate bank account
Obtain a bank loan
Elect Subchapter "S" tax status

ARTICLE VIII - SHAREHOLDERS

Name: Douglas A. Kegler
Address: 1627 E Central Blvd
City, State, Zip: Orlando, FL 32803
Telephone: (407)895-0443
Percentage ownership of corporation: 100.00%
Amount to contribute: \$20,000.00

ARTICLE IX - VOTING

All matters that require a vote of shareholders shall be approved by two-thirds.

Action may be taken without a meeting if two-thirds of the shareholders consent to the action in writing.

An amendment to the bylaws shall be approved by two-thirds.

ARTICLE X - MEETINGS

Shareholder meetings will be held at the principal place of business unless otherwise specified in a notice to the shareholders.

ARTICLE XI - ORGANIZATIONAL EVENTS

Date of first annual shareholders meeting: August 05, 2000
Time: 10:00am
Location: Orlando Office

ARTICLE XII - SEAL

The corporation will not have a corporate seal.

ARTICLE XIII - STOCK CERTIFICATES

The corporation will issue stock certificates.

ARTICLE XIV - REGISTERED AGENT

The name and address of the registered agent of the corporation is:

Name: Elena B. Kegler
Company Name: WEBMBS Corporation
Address: 1627 E Central Blvd
City, State, Zip: Orlando, FL 32803
Telephone: (407)895-0443 Ext. _____

ARTICLE XV - ADVISORS

The following financial and professional advisors will be providing services to the business:

Accountant: Greta B.
Firm Name: Accurate Business Center, Inc.
Address: PO Box 660518
City, State, Zip: Chuluota, FL 32766
Telephone: (407)365-6204

ARTICLE XVI - INCORPORATOR

Name: Douglas A. Kegler
Street Address: 1627 E Central Blvd
City, State, Zip: Orlando, FL 32803
Telephone: (407)895-0443

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Having been named as registered agent to accept service of process for the above stated corporation at the place designated in this certificate, I am familiar with and accept the appointment as registered agent and agree to act in this capacity

Elena B. Kruger
Signature/Registered Agent

7-12-2000
Date

W. A. K.
Signature/Incorporator

7-12-2000
Date