



FLORIDA DEPARTMENT OF STATE
Division of Corporations

August 10, 2009

FELDSMAN TUCKER LEIFER FIDELL LLP
ATTN: MICHAEL B. GLOMB, ESQ
2001 L STREET NW 2ND FLOOR
WASHINGTON, DC 20036

SUBJECT: HEALTH CHOICE NETWORK, INC.
Ref. Number: W09000036091

We have received your document for HEALTH CHOICE NETWORK, INC. and your check(s) totaling \$87.50. However, the enclosed document has not been filed and is being returned for the following correction(s):

The name designated in your document is unavailable since it is the same as, or it is not distinguishable from the name of an existing entity.

One or more major words may be added to make the name distinguishable from the one presently on file.

Adding "of Florida" or "Florida" to the end of a name is not acceptable.

Please return the corrected 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) 245-6929.

Justin M Shivers
Regulatory Specialist II
New Filing Section

Letter Number: 009A00027181



FELDESMAN
TUCKER
LEIFER
FIDELL LLP

MICHAEL B. GLOMB
mglomb@ftlf.com

September 23, 2009

Ms. Karon Beyer, Bureau Chief
Office of Commercial Recording
Department of State, Division of Corporations
2661 Executive Center Circle
Tallahassee, Florida 32301

RE: Health Choice Network, Inc.

Dear Ms. Beyer:

Please find enclosed for filing Articles of Incorporation of Health Choice Network, Inc. As you can see from the enclosed letter, the initial filing was rejected on the grounds that the name was not distinguishable from Health Choice Network of Florida, Inc. Health Choice Network, Inc. was formed at the direction of the board of directors of Health Choice Network of Florida, Inc. as a membership organization of which Health Choice Network of Florida, Inc. will be a member. I understand that Ms. Kelly Mallette has discussed this matter with you and that you are prepared to accept this filing.

As indicated on the attached, we submitted the required filing fee with the original August filing.

Please return the certified copy and certificate to me at the above address. Please contact me should you have any questions.

Very truly yours,

A handwritten signature in black ink, appearing to read 'Michael B. Glomb', written over a horizontal line.

Michael B. Glomb

Enclosures



FELDESMAN
TUCKER
LEIFER
FIDELL LLP

MICHAEL B. GLOMB
mglomb@ftlf.com

August 5, 2009

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

RE: Health Choice Network, Inc.

Dear Sir or Madam:

Enclosed are an original and two (2) copies of the Articles of Incorporation for the above-referenced organization, a notice of acceptance of appointment of Corporation Service Company as registered agent, and a check in the amount of \$87.50 to cover the costs for the filing fee, certified copy, and certificate.

Please note that, as evidenced by the enclosed certificate, a related corporation has changed its name to Health Choice Network of Florida, Inc. as of August 4, 2009, so that the name Health Choice Network, Inc. is now available for this corporation.

Please return the certified copy and certificate to:

Michael B. Glomb, Esq.
Feldesman Tucker Leifer Fidell
2001 L Street, NW – 2nd Floor
Washington, DC 20036.

Very truly yours,

A handwritten signature in black ink, appearing to read 'Michael B. Glomb', written over a horizontal line.

Michael B. Glomb

MBG:vmh
Enclosures

cc: Ms. Margarita Ollet

FILED

2009 SEP 24 PM 1:03

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

**ARTICLES OF INCORPORATION
OF
HEALTH CHOICE NETWORK, INC.
(A Florida Not For Profit Corporation)**

The undersigned incorporator, for the purpose of forming a corporation under the Florida Not For Profit Corporation Act, hereby adopts the following Articles of Incorporation.

Article I: Name

The name of the Corporation shall be: HEALTH CHOICE NETWORK, INC.

Article II: Principal Office

The principal place of business and mailing address of this Corporation shall be 9064 N.W. 13th Terrace, Doral, Florida 33172 or at such other location within the State of Florida as may be hereafter established by the Board of Directors.

Article III: Purpose

The Corporation is organized under Chapter 617 of the Florida Statutes to be operated exclusively for charitable purposes within the meaning of Section 501(c)(3) of the Internal Revenue Code of 1986 (or the corresponding provision of any future United States Internal Revenue law) ("IRC"). In furtherance of its mission and purposes, the Corporation shall undertake only those activities as are authorized by its Articles of Incorporation and the laws of the State of Florida that are consistent with the provisions of Sections 501(e) and 501(c)(3) of the IRC and the regulations thereunder (as they now exist or may hereafter be amended). Without limiting or expanding the foregoing, the Corporation shall provide, on a centralized basis, certain information technology services. The Corporation shall provide services only to members as defined in the Corporation's bylaws.

Article IV: Membership

The Corporation shall have members. The voting rights and other privileges and

obligations of membership shall be as set forth in the Corporation's bylaws.

Article V: Number and Manner of Electing Directors

The number, qualifications, and manner of selecting directors shall be as set forth in the bylaws of the Corporation.

Article VI: Initial Directors

The initial directors of the Corporation are:

Col. Brodes H. Hartley, Jr. Director
9064 N.W. 13th Terrace
Doral, Florida 33172

David Roddy Director
9064 N.W. 13th Terrace
Doral, Florida 33172

Kevin Kearns Director
9064 N.W. 13th Terrace
Doral, Florida 33172

Article VII: Initial Registered Agent and Address

The name and Florida street address of the Corporation's initial registered agent are:

Corporation Service Company, 1201 Hays Street, Tallahassee, Florida 32301

Article VIII: Incorporator

The name and address of the Corporation's incorporator is: Michael B. Glomb,
Feldesman Tucker Leifer Fidell LLP, 2001 L Street, N.W. Washington, D.C. 20036

Article IX: Prohibition in Sharing of Corporate Earnings

No officer, director, employee of, member of a committee of, or person connected with the Corporation, or any other private individual shall receive at any time any of the net earnings or pecuniary profits from the operations of the Corporation, provided that this restriction shall not prevent the payment to any such person of reasonable compensation for services rendered to

or for the benefit of the Corporation or the reimbursement of expenses incurred by any such person in effecting any of the Corporation's purposes as shall be fixed by the Board of Directors. No such person or persons shall be entitled to share in the distribution of any of the corporate assets upon the dissolution of the Corporation.

Article X: Other Limitations

Section 1. Exempt Activities. No director, officer, employee, consultant or agent of the Corporation shall take any action or carry on any activity, by or on behalf of the Corporation, not permitted to be taken or carried on by an organization exempt from federal income taxation under Section 501(c)(3) of the IRC, contributions to which are deductible under Section 170(c)(2) of the IRC.

Section 2. Limitations on Lobbying and Prohibition of Political Campaign Activities. No substantial part of the activities of the Corporation shall be for the carrying on of propaganda or otherwise attempting to influence legislation. The Corporation shall not participate in or intervene in (including the publishing or distribution of statements) any political campaign on behalf of any candidate for public office.

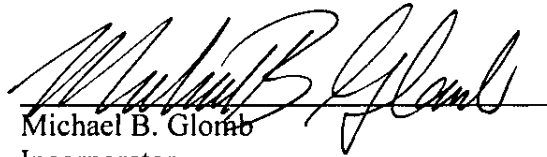
Article XII: Distribution of Assets Upon Termination or Dissolution

In the event of termination, dissolution, or winding up of this Corporation in any manner or for any reason whatsoever, the Corporation's remaining assets, if any remain after all debts have been settled, shall be distributed to (and only to) one or more of the members of the Corporation at the time of such distribution, in such amount or amounts as maybe determined by the Corporation's Board of Directors, provided, however, that such member is at the time of such distribution an organization described in Section 501(c)(3) of the IRC.

Article XIII: Indemnification

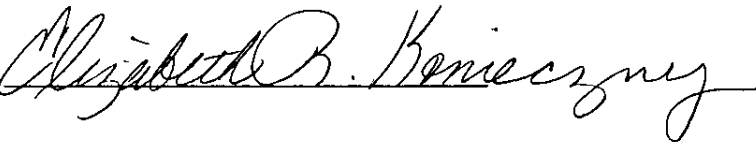
The Corporation shall indemnify, to the full extent permitted by law, any officer, director, employee or agent of the Corporation, or any former officer, director, employee or agent of the Corporation, or any person who, at the request of the Corporation, is or was serving as a director, officer, employee or agent of another corporation, partnership, joint venture, trust or other enterprise.

IN WITNESS WHEREOF, the undersigned incorporator has executed these Articles of Incorporation on this 5th day of August, 2009.


Michael B. Glomb
Incorporator

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.

Corporation Service Company

By: 

2009 SEP 24 PM 1:03
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

FILED