

PO000038121

April 5, 2000

FILED
00 APR 10 PM 12:10
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Jeffrey T. Royer
7630 Hollington Place
Lake Worth, FL 33467

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

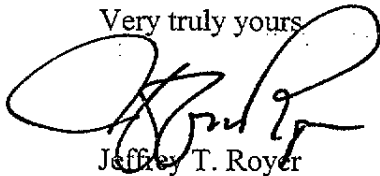
Re: **The APC Consulting Group, Inc.**
Articles of Incorporation

Dear Secretary of State:

Enclosed is the signed original and one copy of the Articles of Incorporation of the above corporation. I have also enclosed a check in the amount of \$70.00 for the filing fee. Please process this at your earliest opportunity and return the copy of the Articles of Incorporation to the above address.

Thank you for your assistance. If you have any questions, please do not hesitate to call me at **561-967-8795**. I remain,

Very truly yours



Jeffrey T. Royer

PA 4/17/00

**ARTICLES OF INCORPORATION
OF
THE APC CONSULTING GROUP, INC.**

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

THE UNDERSIGNED, acting as sole incorporator of a corporation to be formed under the Florida Business Corporation Act, Chapter 607, Florida Statutes, adopts the following Articles of Incorporation:

FIRST: The name of the corporation ("Corporation") is:

THE APC CONSULTING GROUP, INC.

SECOND: The initial principal office and mailing address of the Corporation is:

**7630 Hollington Place, Suite 300
Lake Worth, Florida 33467**

THIRD: The purposes of the Corporation shall be to engage in the business of healthcare industry business consulting, including the provision of all services and the sale or licensing of all products necessarily attendant or related thereto, and any other purposes permitted or authorized under Florida law.

FOURTH: The aggregate number of shares that the Corporation is authorized to issue is TEN THOUSAND (10,000) shares of common stock and the par value of each share shall be ONE DOLLAR (\$1.00). Par value shall have no effect on the Corporation's capital structure.

FIFTH: The street address of the initial registered office of the Corporation is

**7630 Hollington Place, Suite 300
Lake Worth, Florida 33467**

and the name of the Corporation's initial registered agent at such address is:

Jeffrey T. Royer

SIXTH: The number of directors constituting the initial Board of Directors of the Corporation is two (2), and the name and address of each person who is to serve as a director of the Corporation until the first annual meeting of the shareholders of the Corporation, or until one or more successors have been elected and qualified, is:

Jeffrey T. Royer
7630 Hollington Place
Lake Worth, Florida 33467

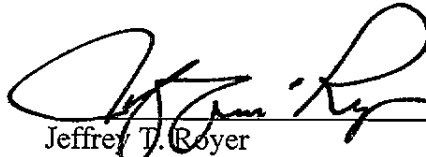
James M. Georgoulakis
8555 Laurens Lane, Apt. 310
San Antonio, Texas 78218

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SEVENTH: The name and address of the sole incorporator is:

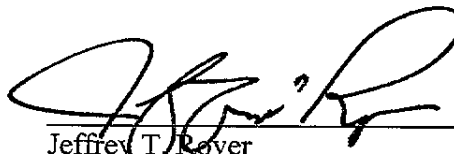
Jeffrey T. Royer
7630 Hollington Place
Lake Worth, Florida 33467

IN WITNESS WHEREOF, the undersigned, being the sole incorporator hereinbefore named, for the purpose of forming a corporation under the Florida Business Corporation Act, has executed these Articles of Incorporation this 4 day of April, 2000.



Jeffrey T. Royer
Sole Incorporator

I, Jeffrey T. Royer, having been designated to act as registered agent for the Corporation, hereby agree to act in that capacity.



Jeffrey T. Royer
Initial Registered Agent