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TRANSMITTAL LETTER

FILED

00 JUL 27 AM 10: 05

SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

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

SUBJECT: Medical Physician Billing Services, Inc.  
(PROPOSED CORPORATE NAME - MUST INCLUDE SUFFIX)

800003338178--3  
-07/27/00--01058--019  
\*\*\*\*\*78.75 \*\*\*\*\*78.75

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: Annette Haskett  
Name (Printed or typed)

10941 Frisco Lane  
Address

Jacksonville, FL 32257  
City, State & Zip

(904) 886-2348  
Daytime Telephone number

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

*Handwritten signature/initials*

# **ARTICLES OF INCORPORATION**

**OF**

## **MEDICAL PHYSICIAN BILLING SERVICES, INC.**

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SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

The undersigned incorporator, for the purpose of forming a corporation under the Florida Business Corporation Act, hereby adopts the following Articles of Incorporation in compliance with Chapter 607 and/or Chapter 621, F.S. (Profit)

### **ARTICLE I**

#### **Name and Duration**

The name of the corporation shall be **Medical Physician Billing Services, Inc.** The duration of the Corporation is perpetual. The effective date upon which this Corporation shall come into existence shall be the date these Articles are filed by the Secretary of State.

### **ARTICLE II**

#### **Principal Office**

The mailing address of the principal office of the Corporation in the State of Florida is **10941 Frisco Lane, Jacksonville, Florida 32257**

### **ARTICLE III**

#### **Corporate Purposes, Powers and Rights**

1. The nature of the business to be conducted or promoted and the purposes of the Corporation are to engage in any lawful act or activity for which corporations may be organized under the Florida Business Corporation Act.
2. In furtherance of its corporate purposes, the Corporation shall have all the general and specific powers and rights granted to and conferred on a corporation by the Florida Business Corporation Act.

#### **ARTICLE IV**

##### **Capital Stock**

The total number of shares of capital stock which the Corporation has the authority to issue is One Hundred (100) shares of Common Stock ("Common Stock") at \$0.01 par value per share.

#### **ARTICLE V**

##### **Board of Directors**

1. The number of member of the Board of Directors may be increased or decreased from time to time as provided in the Bylaws; provided, however, there shall never be less than one. Each director shall serve until the next annual meeting of shareholders.

President and Chief Executive Officer:     **Annette L. Haskett**  
  **10941 Frisco Lane**  
  **Jacksonville, Florida 32257**

Executive Vice-President:                   **Jay A. Jacobs**  
  **Rt. 1 671-8 Creekside Drive**  
  **Maccleddy, Florida 32063**

Treasurer:                                   **Annette L. Haskett**  
  **(same as above)**

Secretary:                                   **Jay. A. Jacobs**  
  **(same as above)**

#### **ARTICLE VI**

##### **Registered Office and Agent**

The address of the initial registered office in the State of Florida is **Annette L. Haskett, 10941 Frisco Lane, in the City of Jacksonville, County of Duval.**

## **ARTICLE VII**

### **Incorporator**

The name and address of the incorporator to these Articles of Incorporation is:

**NAME**

**ADDRESS**

**Annette L. Haskett**

**10941 Frisco Lane  
Jacksonville, Florida 32257**

## **ARTICLE VIII**

### **Amendment**

The corporation reserves the right to amend, alter, change or repeal any provision contained in these Articles of Incorporation, in the manner now or hereafter prescribed by statute, and all rights conferred upon shareholders herein are granted subject to this reservation.

## **ARTICLE IX**

### **Bylaws**

The power to adopt, amend or repeal bylaws for the management of the Corporation shall be vested in the Board of Directors or the shareholders, but the Board of Directors may not amend or repeal any bylaw adopted by the shareholders if the shareholders specifically provide that such bylaw is not subject to amendment or repeal by the board of Directors.

## **ARTICLE X**

### **Indemnification**

The Corporation shall indemnify any incorporator, officer or director, or ny former incorporator, officer or director, to the full extent permitted by law

## **ARTICLE XI**

### **Transfer of Shares**

If, from time to time, a shareholders' agreement among all the shareholders of the Corporation is in effect regarding the Subchapter S status of the Corporation pursuant to the Internal Revenue Code of the United States in effect from time to time, then transfers of the Corporation's Common Stock made not in accordance with such agreement, whether by operation of law or otherwise, are null and void ab initio.

❖ *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.*

Annette L. Haskett

Annette L. Haskett/Registered Agent

7/24/2000

Date

Annette L. Haskett

Annette L. Haskett/Incorporator

7/24/2000

Date

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