

P00000079675

EFFECTIVE DATE

8-15-00

FILED

TRANSMITTAL LETTER

00 AUG 17 PM 12:19

SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

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

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-08/18/00--01003--003  
\*\*\*\*\*87.50 \*\*\*\*\*87.50

SUBJECT: MedChoice Holding Company, Inc.  
(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:

JEFFREY G. KEISER

Name (Print or typed)

6502 CONTEMPO LANE

Address

BOCA RATON, FL 33433

City, State & Zip

(561) 702-4146

Daytime Telephone number

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

D BROWN AUG 23 2000

**EFFECTIVE DATE**

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SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

**ARTICLES OF INCORPORATION  
OF  
MEDCHOICE HOLDING COMPANY, INC.**

The undersigned, acting as incorporator of **MedChoice Holding Company, Inc.** (the "Corporation") under the laws of the State of Florida and the Florida Business Corporation Act, adopts the following Articles of Incorporation:

**ARTICLE I  
NAME**

The name of the Corporation is: **MedChoice Holding Company, Inc.**

**ARTICLE II  
PRINCIPLE OFFICE AND MAILING ADDRESS**

The principle office and mailing address of the Corporation is **6502 Contempo Lane, Boca Raton, Florida 33433**, or in any other city or location in the State of Florida designated by the Board of Directors from time to time.

**ARTICLE III  
PURPOSE**

The purpose of the Corporation is to engage in any lawful act or activity for which corporations may be organized under the laws of the State of Florida and the Florida Business Corporation Act, and the Corporation shall have all of the powers conferred upon corporations organized under the laws of the State of Florida and the Florida Business Corporation Act to carry out such purpose.

**ARTICLE IV  
COMMENCEMENT OF EXISTENCE**

The existence of the Corporation will commence on the 15<sup>th</sup> day of August, 2000.

**ARTICLE V  
DURATION**

The duration of the Corporation will be perpetual.

**ARTICLE VI**  
**BOARD OF DIRECTORS**

The Corporation shall have two (2) directors initially. The number of directors may be increased or decreased from time to time as provided in the Bylaws, but shall never be less than one (1) director. The names and addresses of the initial directors are:

**Jeffrey G. Keiser**  
6502 Contempo Lane  
Boca Raton, FL 33433

**Linda J. Keiser**  
6502 Contempo Lane  
Boca Raton, FL 33433

**ARTICLE VII**  
**AUTHORIZED SHARES**

The maximum number of shares that the Corporation is authorized to issue is Ten Thousand (10,000) shares of Common Stock at \$.01 par value per share.

**ARTICLE VIII**  
**INITIAL REGISTERED AGENT**

The name of the Corporation's initial registered agent in the State of Florida is **Jeffrey G. Keiser**, and the street address of the Corporation's initial registered office is **6502 Contempo Lane, Boca Raton, Florida 33433**.

**ARTICLE IX**  
**INCORPORATOR**

The name and street address of the incorporator of the Corporation is: **Jeffrey G. Keiser, 6502 Contempo Lane, Boca Raton, Florida 33433**.

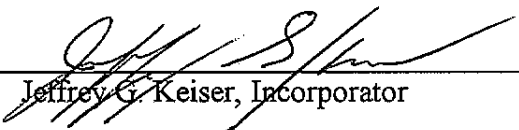
**ARTICLE X**  
**INDEMNIFICATION**

To the extent permitted by law, the Corporation shall indemnify any person who was or is a party to any proceeding by reason of the fact that he or she is or was a director, officer, employee, or agent of the Corporation or is or was serving at the request of the Corporation as a director, officer, employee, or agent of another corporation, partnership, joint venture, trust or other enterprise against liability incurred in connection with such proceeding, including any appeal thereof, if he or she acted in good faith and in a manner he or she reasonably believed to be in, or not opposed to, the best interests of the Corporation and, with respect to any criminal action or proceeding, had no reasonable cause to believe his or her conduct was unlawful. The Corporation shall reimburse each

person for all costs and expenses, including attorneys' fees, reasonably incurred by him or her in connection with any such liability in the manner provided for by law or in accordance with the Corporation's Bylaws.

The rights accruing to any person under the foregoing provisions shall not exclude any other right to which he or she may be lawfully entitled, nor shall anything therein contain or restrict the right of the Corporation to indemnify or reimburse such person in any proper case even though not specifically provided for herein.

IN WITNESS WHEREOF, the undersigned incorporator has executed these Articles of Incorporation this 14<sup>th</sup> day of August, 2000.

  
\_\_\_\_\_  
Jeffrey G. Keiser, Incorporator

8/14/00  
\_\_\_\_\_  
Date

**ACCEPTANCE OF APPOINTMENT AS REGISTERED AGENT**

Having been designed as registered agent to accept service of process for MedChoice Holding Company, Inc. at the place designated in the foregoing Articles of Incorporation, I am familiar with and accept the appointment as registered agent and agree to act in this capacity.

  
\_\_\_\_\_  
Jeffrey G. Keiser, Registered Agent

8/14/00  
\_\_\_\_\_  
Date

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