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11 Monument Circle Suite 4600
P.O. Box 4439
Indianapolis, IN 46244-0924
Facsimile 317-236-6472
Telephone 317-236-8020

Lowe Gray Steele & Darko, LLP

David S. Klinestiver

Attorneys at Law

Direct Dial: (317) 638-2808 ext. 157
david.klinestiver@lgsd.com

August 22, 2000

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

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Re: Articles of Incorporation of:
Healthcare Technology Management Services, Inc.
Our File: 00263-1

Dear Sir or Madam:

Enclosed for filing with the Florida Department of State, Division of Corporations, are an original and two copies of Articles of Incorporation of Healthcare Technology Management Services, Inc. (the "Corporation"). Also enclosed are the following:

- (a) the written acceptance of CT Corporation System to serve as Registered Agent for the Corporation; and
- (b) our check for \$87.50 in payment of the requisite filing fees, a certified copy of the Articles of Incorporation as filed, and a Certificate of Status for the Corporation.

Please address all correspondence in connection with this filing to the undersigned attorney for the Corporation.

Sincerely,

LOWE GRAY STEELE & DARKO, LLP



David S. Klinestiver

FILED
CLERK OF STATE
DIVISION OF CORPORATIONS
00 AUG 25 AM 11:01

Enclosures

Copies to: Michael Weihr
Sydney L. Steele, Esq.

g 8/30/00

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS

00 AUG 25 AM 11:01

ARTICLES OF INCORPORATION
OF
HEALTHCARE TECHNOLOGY MANAGEMENT SERVICES, INC.

The undersigned incorporator hereby submits these Articles of Incorporation pursuant to Chapter 607 of the Florida Statutes.

ARTICLE I

NAME

The name of the Corporation shall be: Healthcare Technology Management Services, Inc.

ARTICLE II

PRINCIPAL OFFICE/MAILING ADDRESS

The address of the principal place of business and the mailing address of the Corporation shall be: 10254 County Highway 30A, Panama City Beach, Florida 32413.

ARTICLE III

PURPOSE AND POWERS

The Corporation may engage in and transact any and all lawful business. The Corporation shall have all powers now or hereafter authorized by, or vested in corporations incorporated under, the Florida Business Corporation Act, as amended (the "Act").

ARTICLE IV

AUTHORIZED SHARES

The total number of shares which the Corporation is authorized to issue is Two Million (2,000,000) shares, all of which shall be of one class designated as shares of Common Stock. The shares of Common Stock shall have no par value. Except as provided otherwise by the Act, the issued and outstanding shares of Common Stock shall together have unlimited voting rights

and shall together be entitled to receive the net assets of the Corporation upon dissolution of the Corporation. All shares of Common Stock shall have the same preferences, limitations, and relative voting and other rights, in accordance with and subject to the Act.

ARTICLE V

REGISTERED AGENT AND ADDRESS

The name and street address of the initial Registered Agent of the Corporation shall be: CT Corporation System, 1200 S. Pine Island Road, Plantation, Florida 33324.

ARTICLE VI

PERIOD OF EXISTENCE

The period of existence of the Corporation shall be perpetual.

ARTICLE V

PREEMPTIVE RIGHTS

The Corporation elects to have preemptive rights in accordance with the provisions of Section 607.0630(2) of the Florida Statutes.

ARTICLE VI

INCORPORATOR

The name and address of the incorporator are: David S. Klinestiver, LOWE GRAY STEELE & DARKO, LLP, 111 Monument Circle Suite 4600, P.O. Box 44924, Indianapolis, Indiana 46244-0924.



David S. Klinestiver, Incorporator

C T Corporation System is familiar with and accepts the obligations provided for in
Section 607.0505 of the Florida Statutes.

C T Corporation System

Date July 20, 2000

By


Jeffrey R. Graves, Asst. Secretary

FILED
STATE
SECRETARY OF
CORPORATIONS
00 AUG 25 AM 11:01