

1000 MERIDIAN STREET, LOWER LEVEL
TALLAHASSEE, FL 32301
22-1173

MAILING COVER SHEET
CCT. #FCA-14

PO000000 94624

CONTACT:

CINDY HICKS

DATE:

10-06-00

REF. #:

0150.13331

CORP. NAME:

Free Practice Management, Inc

800003416728--0

-10/06/00--01044--013

*****78.75 *****78.75

☒ ARTICLES OF INCORPORATION

☐ ARTICLES OF AMENDMENT

☐ ARTICLES OF DISSOLUTION

☐ ANNUAL REPORT

☐ TRADEMARK/SERVICE MARK

☐ FICTITIOUS NAME

☐ FOREIGN QUALIFICATION

☐ LIMITED PARTNERSHIP

☐ LIMITED LIABILITY

☐ REINSTATEMENT

☐ MERGER

☐ WITHDRAWAL

☐ CERTIFICATE OF CANCELLATION ☐ UCC-1

☐ UCC-3

☐ OTHER:

STATE FEES PREPAID WITH CHECK#

9010

FOR \$

78.75

AUTHORIZATION FOR ACCOUNT IF TO BE DEBITED:

COST LIMIT: \$

PLEASE RETURN:

☒ CERTIFIED COPY

☐ CERTIFICATE OF GOOD STANDING

☒ PLAIN STAMPED COPY

☐ CERTIFICATE OF STATUS

Examiner's Initials

RECEIVED
00 OCT -6 AM 10:28
DEPARTMENT OF STATE
DIVISION OF CORPORATIONS
TALLAHASSEE, FL 32301
J. SMITH OCT. 06 2000

ARTICLES OF INCORPORATION

OF

Free Practice Management, Inc.

ARTICLE I

The name of the corporation is Free Practice Management, Inc. (the "Corporation").

ARTICLE II

The address of the principal office and the mailing address of the Corporation is 550 Brickell Ave., Penthouse 2, Miami, FL, 33131.

ARTICLE III

This Corporation shall have authority to issue Twenty Million (20,000,000) shares of Common Stock having a par value of \$0.01 per share and Five Million (5,000,000) shares of Preferred Stock having a par value of \$0.01 per share.

ARTICLE IV

The Corporation shall hold a special meeting of shareholders only:

- (1) On call of the Board of Directors or persons authorized to do so by the Corporation's Bylaws; or
- (2) If the holders of not less than 50 percent of all votes entitled to be cast on any issue proposed to be considered at the proposed special meeting sign, date, and deliver to the Corporation's secretary one or more written demands for the meeting describing the purpose or purposes for which it is to be held.

ARTICLE V

The street address of the Corporation's initial registered office is 550 Brickell Ave., Penthouse 2, City of Miami, County of Dade, State of Florida, 33131 and the name of its initial registered agent at such office is Clifford Grossman.

ARTICLE VI

The Board of Directors of the Corporation shall consist of at least one director, with the exact number to be fixed from time to time in the manner provided in the Corporation's Bylaws. The number of directors constituting the initial Board of Directors is three, and the

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TALLAHASSEE, FLORIDA

names and addresses of the members of the initial Board of Directors, who are to serve as the Corporation's directors until successors are duly elected and qualified are:

Timothy W. Cook
4328 Bethlehem Road
Union City, TN 38261

Chason Hayes, PhD
741 Amanda Dr.
Matthews, NC 28104

Clifford Grossman
550 Brickell Ave.
Penthouse 2
Miami, FL 33131

ARTICLE VII

The name of the Incorporator is Clifford Grossman and the address of the Incorporator is 550 Brickell Ave., Penthouse 2, Miami, FL, 33131.

ARTICLE VIII

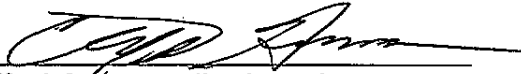
This Corporation shall indemnify and shall advance expenses on behalf of its officers and directors to the fullest extent not prohibited by law in existence either now or hereafter.

IN WITNESS WHEREOF, the undersigned, being the Incorporator named above, for the purpose of forming a corporation pursuant to the Florida Business Corporation Act of the State of Florida has signed these Articles of Incorporation this 3rd of October, 2000.


Clifford Grossman, Incorporator

ACCEPTANCE OF APPOINTMENT OF REGISTERED AGENT

The undersigned, having been named the Registered Agent of Free Practice Management, Inc., hereby accepts such designation and is familiar with, and accepts, the obligations of such position, as provided in Florida Statutes §607.0505.



Clifford Grossman, Registered Agent

Dated: October 3, 2000

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