

TRANSMITTAL LETTER

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

PO10000007427

**SUBJECT:** Physicians Marketing Consultants Inc.

Enclosed is an original and one (1) copy of the Certificate of Domestication and a check for:

**FEES:**

800003553438--9

-01/18/01--01035--016

\*\*\*\*137.50 \*\*\*\*137.50

Certificate of Domestication	\$50.00
Articles of Incorporation and Certified Copy	<u>\$78.75</u>
Total to domesticate and file	\$128.75

**OPTIONAL:**

Certificate of Status	\$ 8.75
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**FROM:** Larry V. Bishins

Name (Printed or typed)

4548 North Federal Highway

Address

Fort Lauderdale, Florida 33308

City, State & Zip

954-772-7900

Daytime Telephone number

FILED  
01 JAN 18 PM 3:14  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

Kay Audina GAVE  
AUTHORIZATION BY PHONE TO  
CORRECT na accept.  
DATE 01-18-01  
DOC. EXAM gj

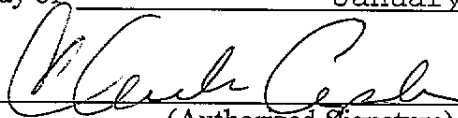
gj 1/19

## CERTIFICATE OF DOMESTICATION

The undersigned, Claudia Caplan, Vice-President,  
(Name) (Title)  
of Physicians Marketing Consultants Inc. a foreign Corporation,  
(Corporation Name)  
in accordance with F.S., 607.1801, does hereby certify:

1. The date on which corporation was first formed was August 15, 1997.
2. The jurisdiction where the above named corporation was first formed, incorporated, or otherwise came into being was Nevada.
3. The name of the corporation immediately prior to the filing of this Certificate of Domestication was Physicians Marketing Consultants Inc.
4. The name of the corporation, as set forth in its articles of incorporation, to be filed pursuant to s. 607.0202 and 607.0401 with this certificate is Physicians Marketing Consultants Inc.
5. The jurisdiction that constituted the seat, siege, social principal place of business or central administration of the corporation, or any other equivalent thereto under applicable law immediately prior to the filing of the Certificate of Domestication was Florida.
6. Attached are Florida articles of incorporation to complete the domestication requirements pursuant to s. 607.1801.

I am Claudia Caplan, of Physicians Marketing Consultants Inc  
and am authorized to sign this certificate of Domestication on behalf of the corporation and have done  
so this the 12th day of January, 2001.

  
(Authorized Signature)

Filing Fee:	
Certificate of Domestication	\$50.00
Articles of Incorporation and Certified Copy	\$78.75
Total to domesticate and file	\$128.75

**FILED**  
01 JAN 18 PM 3:14  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

Articles Of Incorporation

Of

PHYSICIANS MARKETING CONSULTANTS, INC.

FILED  
01 JAN 18 PM 3:14  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

The undersigned subscriber to these Articles of Incorporation, a natural person competent to contract, hereby associates himself to form a corporation under the laws of the State of Florida.

ARTICLE I - NAME

The name of this corporation is PHYSICIANS MARKETING CONSULTANTS, INC.

ARTICLE II - LOCATION

The principal office of this corporation is to be located at 2000 Palm Beach Lakes Blvd., Suite 777, County of Palm Beach, West Palm Beach, Florida 33405.

ARTICLE III - NATURE OF BUSINESS

This corporation may engage in any activity or business permitted under the laws of the United States and of the State of Florida.

ARTICLE IV - CAPITAL STOCK

The maximum number of shares of stock that this corporation is authorized to have outstanding at any one time is twenty-five thousand (25,000) shares of common stock, without a nominal or par value.

Prepared By:  
Larry V. Bishins, Esq.  
4548 North Federal Highway  
Fort Lauderdale, FL 33308  
(954) 772-7900  
Fla Bar No. 178986

#### ARTICLE V - REGISTERED AGENT AND REGISTERED OFFICE

The street address of the initial registered office of this corporation is 4548 No. Federal Highway, Fort Lauderdale, FL 33308, and the name of the initial registered agent of this corporation at that address is Larry V. Bishins.

#### ARTICLE VI - DIRECTORS

The corporation shall have one director initially. The number of directors may be increased or diminished from time to time, By-Laws adopted by the Stockholders, but shall never be less than one (1).

#### ARTICLE VII - INITIAL DIRECTORS

The name and street address of the first Board of Directors who shall hold office until successors are elected and have qualified are as follows:

Claudia Caplan  
2000 Palm Beach Lakes Blvd., Suite 777  
West Palm Beach, FL 33409

#### ARTICLE VIII - INCORPORATOR

The name and address of the person signing these Articles of Incorporation is Larry V. Bishins, 4548 No. Federal Highway, Fort Lauderdale, FL 33308.

#### ARTICLE IX - EFFECTIVE DATE

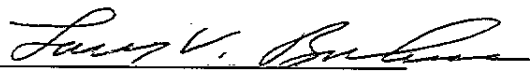
The date when the corporate existence shall begin shall be the date of subscription and acknowledgment stated herein if this Certificate of Incorporation or Articles of Incorporation are filed within five (5) days, exclusive of legal holidays, after

subscription and acknowledgment hereof, and are subsequently approved by the Secretary of State and all filing fees and taxes paid; otherwise, it shall be the date when the Articles of Incorporation are filed in the Office of the Secretary of State and approved.

ARTICLE X - AMENDMENT

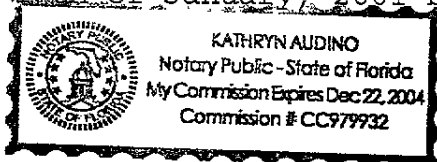
These Articles of Incorporation may be amended in the manner provided by law. Every amendment shall be approved by the Board of Directors, proposed by them to the Stockholders, and approved at a Stockholders meeting by a majority of the stock entitled to vote thereon, unless all the Directors and all the Stockholders sign a written statement manifesting the intention that a certain amendment of these Articles of Incorporation be made.

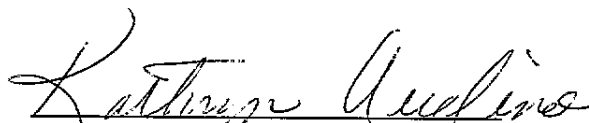
IN WITNESS WHEREOF, I have hereunto set my hand and seal, acknowledged and filed the foregoing Articles of Incorporation under the laws of the State of Florida, this 17th day of January, 2001.

  
Larry V. Bishins

STATE OF FLORIDA )  
COUNTY OF Broward )

The foregoing instrument was acknowledged before me this 17th of January, 2001 by Larry V. Bishins.



  
Notary Public

Personally known ☒ OR Produced Identification \_\_\_\_\_  
Type of Identification Produced \_\_\_\_\_

WAIVER OF NOTICE OF THE FIRST MEETING  
OF THE INCORPORATOR AND THE SUBSCRIBER OF  
PHYSICIANS MARKETING CONSULTANTS, INC.

I, the undersigned, being the Incorporator named in the Articles of Incorporation of PHYSICIANS MARKETING CONSULTANTS, INC., a Florida corporation, and the Subscriber to the Articles thereof, do hereby waive all notice of the First Meeting of the Incorporator and Subscriber of the said corporation, and do hereby agree and consent that the 11th day of January, 2001 at 10:00 A.M. be, and the same is hereby fixed as the time, and the office of the corporation, as the place for holding the same; and that all such business may be transacted thereat as may lawfully come before said meeting.

DATED the 17th day of January, 2001.

*I accept the duties of registered Agent.*

*Larry V. Bishins*

Larry V. Bishins

*Incorporator/registered Agent*

FILED

01 JAN 18 PM 3:14

SECRETARY OF STATE  
TALLAHASSEE, FLORIDA