

Division of Corporations

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Florida Department of State
Division of Corporations
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Katherine Harris, Secretary of State

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To:

Division of Corporations
Fax Number : (850) 922-4001

From:

Account Name : BOSCH ACCOUNTING & TAX SERVICES CORPORATION
Account Number : 119990000045
Phone : (954) 730-0640
Fax Number : (954) 730-0292

FLORIDA PROFIT CORPORATION OR P.A.

MEDICAL CODERS OF FLORIDA, INC.

Certificate of Status	1
Certified Copy	0
Page Count	03
Estimated Charge	\$78.75

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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B. McKnight FEB 05 2001

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Articles of Incorporation

The undersigned incorporator(s) for the purpose of forming a corporation under the Florida Business Corporation Act, hereby adopt(s) the following Articles of Incorporation.

ARTICLE I - Corporate Name

MEDICAL CODERS OF FLORIDA, INC.

ARTICLE II - Terms of Existence

This corporation will exist perpetually, unless dissolved according to Florida Law.

ARTICLE III - Nature of Business

This Corporation may engage or transact in any lawful activities permitted under the laws of the United States, the State of Florida or any other state, country, territory or nation.

ARTICLE IV - Capital Stock

The number of shares of stock that this corporation is authorized to have outstandingly at anyone time is: 1000 shares of common stock having \$1.00 par value per share. This corporation won't commence business until at least the \$1000.00 have been received by it, as consideration for the issuance of shares.

ARTICLE V - Incorporator

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

Ivonne Amaya
5440 North State Road 7, Suite.5
Fort Lauderdale, FL 33319

ARTICLE VI - Initial Registered Agent and Address

The name and street address of the initial registered agent are:

Jairo M. Bosch
5440 North State Road 7, Suite.5
Fort Lauderdale, FL 33319

ARTICLE VII - Shareholders

The name(s) and street address(es) of the shareholder(s) to this corporation is(are):

Gloria E. Botero [50.00%]
12031 N.W. 57th Street
Coral Springs, FL 33076

Brenda Espinoza [50.00%]
8820 N.W. 78th Court, Apt.383
Tamarac, FL 33321

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ARTICLE VIII - Officers

The name(s) and street address(es) of the initial officer(s) of this corporation is(are):

Gloria E. Botero [P/T/D]
12031 N.W. 57th Street
Coral Springs, FL 33076

Brenda Espinoza [V/S/D]
8820 N.W. 78th Court, Apt. 383
Tamarac, FL 33321

ARTICLE IX - Special Provision
[Losses on Small Business Stock]

The stock of this corporation is intended to qualify under the requirements of Section 1244 of the Internal Revenue Code and the regulations issued thereunder. Such actions, as are necessary will be taken by the appropriate officers to accomplish this compliance.

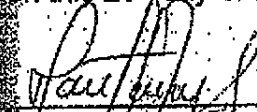
ARTICLE X - Liquidation

In the event of any voluntary or involuntary liquidation, dissolution or winding up of this corporation, the assets of the corporation will be payable and distributed to the Shareholder(s), Board of Directors, and Officers.

ARTICLE XI - Indemnification Agreement and Covenant not to Sue

This corporation will indemnify and hold harmless its Shareholders, Directors, and Officers from any actions they take on behalf of the corporation. If a Shareholder, Director, or Officer is ever sued for actions taken on behalf of the corporation, these provisions require that the corporation be held responsible as agreed upon by the Shareholders, Directors, and Officers.

IN WITNESS WHEREOF, the undersigned incorporator has executed these Articles of Incorporation on this 26th day of January, 2001.

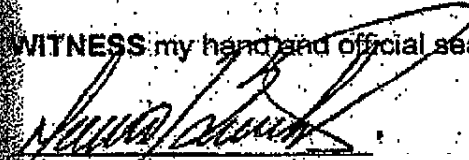

Ivonne Amaya
Incorporator

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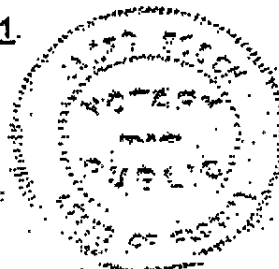
STATE OF FLORIDA
COUNTY OF BROWARD

Before me personally appeared Ivonne Amaya, to me well known, and known to me to be the person described in, and who executed the foregoing instrument, and acknowledged to and before me that said instrument was executed for the purposes therein expressed.

WITNESS my hand and official seal, this 26th day of January, 2001.


Jairo Bosch - Notary Public
Commission N° CC732269

My commission expires: May 3, 2002



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**CERTIFICATE OF DESIGNATION
REGISTERED AGENT/REGISTERED OFFICE**

Pursuant to the provisions of section 607.0501, Florida Statutes, the undersigned corporation, organized under the laws of the State of Florida, submits the following statement in designating the registered office/registered agent, in the state of Florida.

The name of the corporation is:

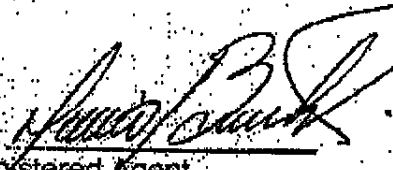
MEDICAL CODERS OF FLORIDA, INC.

The name and street address of the registered agent are:

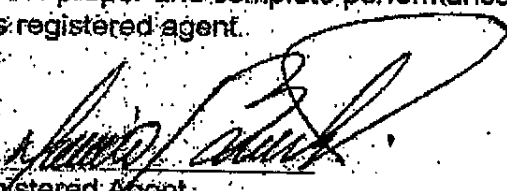
Jairo M. Bosch
5440 North State Road 7, Suite 5
Fort Lauderdale, FL 33319

The mailing address of this corporation is:

8209 North Pine Island Road, Suite 63
Tamarac, FL 33321

Signature: 
Title: Registered Agent
Date: January 26, 2001

Having been named as registered agent and to accept service of process for the above stated corporation at the place designated in this certificate, I hereby accept the appointment as registered agent and agree to act in this capacity. I further agree to comply with the provisions of all statutes relating to the proper and complete performance of my duties, and accept the obligations of my position as registered agent.

Signature: 
Title: Registered Agent
Date: January 26, 2001

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