



ACCOUNT NO. : 072100000032

REFERENCE : 131064 169624A

AUTHORIZATION :

*Patricia Pizot*

COST LIMIT : \$ 70.00

ORDER DATE : April 27, 2001

ORDER TIME : 11:39 AM

ORDER NO. : 131064-005

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CUSTOMER NO: 169624A

CUSTOMER: Ms. Joan C. Zaks  
Buckingham Doolittle &  
Burroughs  
Suite 201  
5551 Ridgewood Drive  
Naples, FL 34108

DOMESTIC FILING

NAME: SOUTHWEST FLORIDA BILLING,  
INC.

EFFECTIVE DATE:

XX ARTICLES OF INCORPORATION  
       CERTIFICATE OF LIMITED PARTNERSHIP  
       ARTICLES OF ORGANIZATION

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

       CERTIFIED COPY  
XX PLAIN STAMPED COPY  
       CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Sara Lea - EXT. 1114

EXAMINER'S INITIALS:

RECEIVED  
01 APR 27 PM 12:23  
DIVISION OF CORPORATION

FILED  
2001 APR 27 PM 2:05  
SECRETARY OF STATE  
TALLAHASSEE FLORIDA

*JS* 4/27/01

**ARTICLES OF INCORPORATION  
OF  
SOUTHWEST FLORIDA BILLING, INC.**

**FILED**

2001 APR 27 PM 2:05

THE UNDERSIGNED, acting as sole incorporator of a corporation to be formed under the Florida Business Corporation Act, adopts the following Articles of Incorporation:

FIRST: The name of the corporation (the "Corporation") is:

SOUTHWEST FLORIDA BILLING, INC.

SECOND: The initial principal office and mailing address of the Corporation is:

4949 Tamiami Trail N.  
Suite 206  
Naples, FL 34103

THIRD: The aggregate number of shares that the Corporation is authorized to issue is TEN THOUSAND (10,000) shares of common stock and the par value of each share shall be TEN CENTS (\$.10). Par value shall have no effect on the Corporation's capital structure.

FOURTH: The street address of the initial registered office of the Corporation is:

4949 Tamiami Trail N.  
Suite 206  
Naples, FL 34103

and the name of the Corporation's initial registered agent at such address is:

Lynda M. Waterhouse

FIFTH: The number of directors constituting the initial Board of Directors of the Corporation is six (6), and the name and address of each person who is to serve as a director of the Corporation until the first annual meeting of the shareholders of the Corporation, or until one or more successors have been elected and qualify, is:

Lee Anderson  
4949 Tamiami Trail N.  
Suite 206  
Naples, FL 34103

Joseph Arrigo, Jr.  
4949 Tamiami Trail N.  
Suite 206  
Naples, FL 34103

5  
Millard Brook, Jr.  
4949 Tamiami Trail N.  
Suite 206  
Naples, FL 34103

Thomas L. Cook  
4949 Tamiami Trail N.  
Suite 206  
Naples, FL 34103

Wayne Isaacson  
4949 Tamiami Trail N.  
Suite 206  
Naples, FL 34103

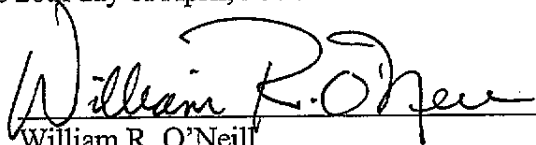
Lynda M. Waterhouse  
4949 Tamiami Trail N.  
Suite 206  
Naples, FL 34103

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SECRETARY OF STATE  
TALLAHASSEE FLORIDA

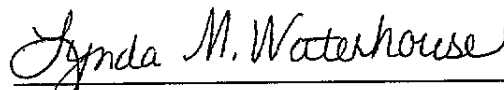
SIXTH: The name and address of the sole incorporator is:

William R. O'Neill  
Buckingham, Doolittle & Burroughs, LLP  
5551 Ridgewood Drive, Suite 201  
Naples, FL 34108

IN WITNESS WHEREOF, the undersigned, being the sole incorporator herein before named, for the purpose of forming a corporation under the Florida Business Corporation Act, has executed these Articles of Incorporation this 26th day of April, 2001.

  
William R. O'Neill  
Sole Incorporator

I, Lynda M. Waterhouse, having been designated to act as registered agent, hereby agree to act in this capacity.

  
Lynda M. Waterhouse  
Initial Registered Agent