

American HealthLink Insurance Corporation

18165 SW 29th Street, Miramar, FL 33029 (954) 232-4965

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-04/26/01-01095-006
*****78.75 *****78.75

April 18, 2001

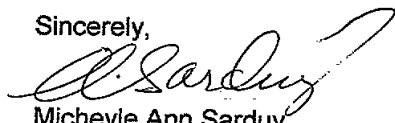
Florida Secretary of State

Attached, please find the *Articles of Incorporation documents* and a check in the amount of \$78.75 necessary to be processed for:

American HealthLink Insurance Corporation

The Corporation does require a State of Florida Certificate showing due process by the Secretary of State. Any and all inquiries should be presented to the home office.

Sincerely,



Micheyle Ann Sarduy
Director and President

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

**Articles of Incorporation
Of**

AMERICAN HEALTHLINK INSURANCE CORPORATION

The undersigned has executed the following document as incorporator of the above named corporation; a corporation organized under the laws of the State of Florida, and all rights duties and obligations of the undersigned as incorporator, and those of the corporation, are to be determined in accordance with the laws of the State of Florida.

Article I

The name of the corporation shall be **AMERICAN HEALTHLINK INSURANCE CORPORATION**

Article II

This corporation shall commence existence upon filing of these Articles of incorporation by the Department of State, State of Florida, and shall have perpetual existence.

Article III

The principal place of business and mailing address of this corporation shall be:

18165 SW 29th Street
Miramar, Florida 33029

Article IV

The general nature of the business and objects and purpose proposed to be transacted and carried on by this corporation are to do any and all of the things herein mentioned, as fully and to the same extent as natural persons might do, viz:

1. Transact any and all lawful business.
2. Said corporation shall further have powers:

To have perpetual succession by its corporate name;

To sue and be sued, complain, and defend in its corporate name in all actions or proceedings;

To have a corporate seal that may be altered at pleasure, and to use the same by causing it, or a facsimile thereof, to be impressed, affixed, or in any other manner reproduced;

To purchase, take, receive, lease or otherwise acquire, own, hold, improve, use and otherwise deal in and with real or personal property or any interest therein wherever situated;

To sell, convey, mortgage, pledge, create a security interest in, lease, exchange, transfer, and otherwise dispose of all or any part of its property and assets,

To lend money to, and use its credit to assist, its officers and employees in accordance with Florida Statute S607.141;

To purchase, take, receive, subscribe for, or otherwise acquire, own, hold, vote, use, employ, sell, mortgage, lend, pledge, or otherwise dispose of, and otherwise use and deal

in and with, shares or otherwise interest in, or obligations of, other domestic or foreign corporations, associations, partnerships, or individuals, or direct or indirect obligations of the United States or of any other government, state, territory, government district, or municipality or of any instrumentality thereof;

To make contract and guarantees and incur liabilities, borrow money at such rates of interest as the corporation may determine, issue its notes, bonds, and other obligations, and secure any of its obligations by mortgages or pledge of all or any of its property, franchises, and income;

To lend money for its corporate purposes, invest and reinvest its funds, and take and hold real personal property as security of the payment of funds so loaned or invested;

To conduct its business, carry on its operations, and have offices and exercise the powers granted by this act within or without this state;

To elect or appoint officers and agents of the corporation and define their duties and fix their compensation.

To make and alter bylaws, not inconsistent with this its articles of incorporation or with the laws of the this state, for the administration;

To make donations for the public welfare or for charitable, scientific, or educational purposes;

To transact any and all lawful business that the board of directors shall find will be in aid of governmental policy;

To pay pensions and establish pension plans, profit sharing plans, stock bonus plans, stock option plans, and other incentive plans for any or all directors, officers, and employees of its subsidiaries;

To be a promoter, incorporator, partner, member, associate, or manager of any corporation, partnership, joint venture, trust, or other enterprise;

To have and exercise all powers necessary of convenient to effect its purposes;

To indemnify any person who by reason of the fact that he is or was a director, officer, employee or agent of the corporation to full extent as permitted by Florida Statute S607.014;

Article V

The aggregate number of shares that this corporation shall have authority to issue is the total sum of 100 shares, having an individual par value of \$1.00.

Unless otherwise stated in these articles, or in an amendment to these articles, there shall be only one (1) class of stock of this corporation.

Article VI

The name and address of the initial registered agent of this corporation shall be:

Micheyle Ann Sarduy
18165 SW 29th Street
Miramar, Florida 33029

Article VII

The initial board of Directors shall consist of One (1) persons and the names, addresses of persons who are to serve as initial directors are:


Micheyle Ann Sarduy Director/President
18165 SW 29th Street
Miramar, Florida 33029

Article VIII

The name and address of the incorporator executed these Articles of incorporation is:

Micheyle Ann Sarduy
18165 SW 29th Street
Miramar, Florida 33029

The undersigned has executed these Articles of incorporation this 20th day of April, 2001


Micheyle Ann Sarduy
Incorporator

FILED

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

**Certificate Of Designation Of
Registered Agent / Registered Office**

Pursuant to the provision 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.

First, that **AMERICAN HEALTHLINK INSURANCE CORPORATION**, desiring to organize under the laws of the State of Florida with its principal office, as indicated in the Articles of Incorporation, has named Micheyle Ann Sarduy, located at 18165 SW 29th Street, Miramar, Florida 33029, as its agent to accept service of process within this state.

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 HERBY 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 I AM FAMILIAR WITH AND ACCEPT THE OBLIGATIONS OF MY POSITION AS REGISTERED AGENT.


Micheyle Ann Sarduy

Registered Agent for **AMERICAN HEALTHLINK INSURANCE CORPORATION**