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## Florida Department of State

**Division of Corporations** Public Access System Katherine Harris, Secretary of State

#### **Electronic Filing Cover Sheet**

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To:

Division of Corporations

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From:

Account Name : EMPIRE CORPORATE KIT COMPANY

Account Number : 072450003255

: (305)634-3694

Phone Fax Number

: (305) 633-9696

## FLORIDA PROFIT CORPORATION OR P.A.

PROFESSIONAL COMPUTER AND BILLING SERVICES, INC.

Certificate of Status	0
Certified Copy	1
Page Count	06
Estimated Charge	\$78.75

5/30/01 5:42 PM

WH-20-5001 10:25

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#### ARTICLES OF INCORPORATION

#### FOR

Professional Computer and Billing Services, Inc.

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

#### ARTICLE I

The name of the corporation is Professional Computer and Billing Services, Inc.

#### ARTICLE II

The initial street address of the corporation's principal office is 474 21st Place SE, Vero Beach, Florida 32962.

#### ARTICLE III

The total number of shares of capital stock which the corporation shall be authorized to issue is 1000 shares of common stock having a par value of \$1.00 per share.

#### ARTICLE IV

The amount of capital with which the corporation will begin is not less than \$500.00.

Barry G. Segal, Esquire Florida Bar Number: 79723 Barry G. Segal, P.A. 2801 Ocean Drive Suite 304 Vero Beach, Florida 32963 Telephone: (561) 234-3006

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#### **ARTICLE V**

The corporation shall have perpetual existence.

#### ARTICLE VI

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

#### ARTICLE VII

This Corporation shall have no less than one Director at any time. The number of Directors may be increased or diminished from time to time. By-Laws adopted by the Stockholders.

The name and post office address of the member of the first Board of Directors, who, subject to the provisions of these Articles of Incorporation, the By-Laws and the laws of the State of Florida shall hold office for the first year of the Corporation's existence, or until successors are elected and shall have qualified, is as follows:

Name

Address

Richard L. Davenport

474 21st Place SE

Vero Beach, Florida 32962

#### **ARTICLE VIII**

The name and address of the incorporator is:

Name

Address

Richard L. Davenport

474 21st Place SE

Vero Beach, Florida 32962

#### ARTICLE IX

The name and address of the person signing these Articles of Incorporation as subscriber is:

Name

Address

Richard L. Davenport

474 21st Place SE

Vero Beach, Florida 32962

#### ARTICLE X

The Corporation shall have the power and authority to indemnify any officer or any shareholder or any former officer or shareholder to the fullest extent permitted by law.

#### ARTICLE XI

The corporation may be dissolved at any time by unanimous written consent of the shareholders. On dissolution, the corporate property and assets shall, after payment of all debts of the corporation, be distributed to the shareholders in proportion to the number of shares of stock in the corporation which each shareholder then owns.

#### ARTICLE XII

The name and post office address of the officers of the Corporation, who, subject to the provisions of these Articles of Incorporation, the By-Laws and the laws of the State of Fiorida shall hold office for the first year of the corporation's existence, or until their successors are elected and shall have qualified, is as follows:

PRESIDENT:

Richard L Davenport

474 21<sup>st</sup> Place SE

Vero Beach, Florida 32962

SECRETARY/TREASURER:

Richard L. Davenport

474 21st Place SE

Vero Beach, Florida 32962

IN WITNESS WHEREOF, I, the undersigned incorporator of this corporation, have executed these Articles of Incorporation at Vero Beach, Indian River County, Florida, on this 31st day of May, 2001.

Richard L. Davenport

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# CERTIFICATE DESIGNATING REGISTERED AGENT AND REGISTERED OFFICE FOR THE SERVICE OF PROCESS WITHIN FLORIDA.

In compliance with Section 48.091, Florida Statutes, the following is submitted:

That Professional Computer and Billing Services, Inc., desiring to organize or qualify under the laws of the State of Florida has named Barry G. Segal as its registered agent to accept service of process within Florida, at: 2801 Ocean Drive, Suite 304, Vero Beach, Florida 32963.

Richard L. Davenport

TITLE: President, Secretary/Treasurer

Date: 5/30/2001

Having been named registered agent to accept service of process for the above stated corporation, at the place designated in the certificate,

I, Barry G. Segal, hereby agree to act in that capacity and further agree to comply with the provisions of all statutes relative to the proper and complete performance of such duties.

Barry G. Segal-

Dated: 5 30 01

Professional Computer and Billing Services, Inc.

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SECRETARY OF STATE DIVISION OF CORPORATIONS