CHARLES D. MINER, P.A. Attorney at Law

1646 Hillcrest Street Orlando, Florida 32803 Charles D. Miner Board Certified in Taxation Phone: (407) 894-6210 Fax: (407) 894-6288

June 19, 2001

Secretary of State Division of Corporations P.O. Box 6327 Tallahassee, Florida 32314 EFFENTIVEDATE

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Re: P.A. Billing Service, Inc. Effective Date: July 1, 2001

Dear Sir or Madam:

Enclosed please find a fully executed Articles of Incorporation for P.A. Billing Service, Inc. Also enclosed is a check in the amount of \$70.00 representing the filing fee for filing the Articles of Incorporation for this corporation.

Please return a copy of the Articles of Incorporation to me once it has been filed. Please note that, pursuant to Article II of the Articles of Incorporation, the effective date for this corporation will be July 1, 2001.

Please feel free to call me if you have any questions concerning any of the above.

Very truly yours,

Charles D. Miner

CDM/jlp Enclosures

cc: Joan Manti

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SECRETARY OF STATE
FALLAHASSEF FLORIDA

ARTICLES OF INCORPORATION

FILED

OF

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P.A. BILLING SERVICE, INC.

SECRETARY OF STATE TALLAHASSEE, FLORIDA

ARTICLE I - NAME

The name of the corporation is P.A. Billing Service, Inc.

ARTICLE II - DURATION

This corporation shall exist perpetually, commencing on the first day of July, 2001.

ARTICLE III - PURPOSE

The corporation is organized for the purpose of transacting any or all lawful business.

ARTICLE IV - CAPITAL STOCK

This corporation is authorized to issue Ten Thousand (10,000) shares of common stock with a par value of One Dollar (\$1.00) per share.

ARTICLE V - INITIAL REGISTERED OFFICE AND AGENT,

AND CORPORATION ADDRESS

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

449 Harvest Oak Court Lake Mary, Florida 32746

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

JOAN MANTI

The street address of the corporate offices shall be:

449 Harvest Oak Court Lake Mary, Florida 32746

The mailing address of the corporate offices shall be:

449 Harvest Oak Court __ Lake Mary, Florida 32746

ARTICLE VI - INITIAL BOARD OF DIRECTORS

- A. The corporation shall have one (1) director initially. This number of directors may either be increased or decreased from time to time by the By-laws but shall never be less than one (1).
- B. The name and address of the initial officers and director of this corporation are as follows:

<u>Name</u>	Address	<u>Office</u>
JOAN MANTI	449 Harvest Oak Court Lake Mary, Florida 32746	President/Director
DAVID MANTI	142 Lakeside Circle Sanford, Florida 32773	Vice-President/ Treasurer/Secretary

ARTICLE VII - BY-LAWS

The power to adopt, alter, amend or repeal By-Laws shall be vested in the Board of Directors and the shareholders.

ARTICLE VIII - AMENDMENT

This corporation reserves the right to amend or repeal any provisions contained in these Articles of Incorporation, or any amendment hereto, and any right conferred upon the shareholders is subject to this reservation.

ARTICLE IX - INCORPORATOR

The name and address of the person signing these Articles are:

<u>Name</u>

Address

JOAN MANTI

449 Harvest Oak Court Lake Mary, Florida 32746

IN WITNESS WHEREOF, I have hereunto set my hand and seal this

11th day of Que , 2001.

JOAN MANTI (SEAL)

STATE OF FLORIDA COUNTY OF SEMINOLE

BEFORE ME, the undersigned authority, personally appeared JOAN MANTI, known to me to be the individual described in and who executed the foregoing Articles of Incorporation, and she acknowledged that she subscribed the said instrument for the uses and purposes set forth therein. The subscriber is personally known to me or was identified as follows: FLDL M530-493-47-573-0

WITNESS my hand and official seal in the County and State last aforesaid this // day of ________, 2001.

Linda Ames

My Commission DD012752

Expires April 13, 2005

Notary Public

My Commission Expires:

CERTIFICATE OF DESIGNATION

REGISTERED AGENT/REGISTERED OFFICE

Pursuant to the provisions of section 607.0501, Florida 15 2002

The undersigned corporation, organized under the laws of utes, the undersigned corporation, organized under the laws of 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: P.A. Billing Service, INC.
- The name and address of the registered agent and office is: 2.

Joan Manti 449 Harvest Oak Court Lake Mary, Florida 32746

Date: 6/11/0 (

ACCEPTANCE

HAVING BEEN NAMED AS REGISTERED AGENT AND TO ACCEPT SERVICE OF PRO-CESS 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 COM-PLETE PERFORMANCE OF MY DUTIES, AND I AM FAMILIAR WITH AND ACCEPT THE OBLIGATIONS OF MY POSITION AS REGISTERED AGENT.

Date: 6/11/01