

Pa/990065143

TRANSMITTAL LETTER

Department of State
Division of Corporations
P. O. Box 6327
Tallahassee, FL 32314

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-06/28/01--01115--001
*****87.50 *****87.50

SUBJECT: HealthCare Perspectives, Inc.
(PROPOSED CORPORATE NAME - MUST INCLUDE SUFFIX)

Enclosed is an original and one (1) copy of the articles of incorporation and a check for:

☐ \$70.00
Filing Fee

☐ \$78.75
Filing Fee
& Certificate of Status

☐ \$70.00
Filing Fee
& Certified Copy

☒ \$87.50
Filing Fee,
Certified Copy
& Certificate of
Status

ADDITIONAL COPY REQUIRED

From:

Gary Simmons

Name (Printed or typed)

144 First Avenue South, Suite 600

Address

St. Petersburg, Fl 33701

City, State & Zip

(727) 824-0800

Daytime Telephone Number

FILED
01 JUN -28 AM 10:00
SECRETARY OF STATE
TALLAHASSEE, FL 32314

NOTE: Please provide the original and one copy of the articles.

10-2-01
WCC

**ARTICLES OF INCORPORATION
OF
HEALTHCARE PERSPECTIVES, INC.**

The undersigned, acting as Incorporators of a corporation under the Florida General Corporation Act, adopt the following Articles of Incorporation for such corporation:

ARTICLE I

Name. The name of this Corporation shall be:

HEALTHCARE PERSPECTIVES, INC.

ARTICLE II

Duration. The period of its duration is perpetual.

ARTICLE III

Purpose. The purpose is to engage in any activities or business permitted under the laws of the State of Florida.

ARTICLE IV

Capital Stock. The corporation is authorized to issue 1,000 shares of stock, all of one class, at \$0.01 par value.

ARTICLE V

Initial Registered Office and Agent. The street of the initial registered office of this corporation is 144 First Avenue South, Suite 600, St. Petersburg, FL 33701. The name of the initial registered agent of this corporation at that address is JOYCE B. DOVE. The principle office shall have same address.

ARTICLE VI

Initial Board of Directors. This corporation shall have three (3) directors initially. The number of directors may be either increases or decreased from time to time by an amendment of the bylaws of the corporation in the manner provided by law, but shall never be less than one.

The names and addresses of the initial Board of Directors of this corporation is:

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TALLAHASSEE, FL 32399

Gary Simmons
144 First Avenue South
Suite 600
St. Petersburg, FL 33701

Nigel Wallbank
144 First Avenue South
Suite 600
St. Petersburg, FL 33701

Joyce Dove
144 First Avenue South
Suite 600
St. Petersburg, FL 33701

ARTICLE VII

Incorporators. The names and address of the Incorporators signing these Articles is:

Gary Simmons
144 First Avenue South
Suite 600
St. Petersburg, FL 33701

Nigel Wallbank
144 First Avenue South
Suite 600
St. Petersburg, FL 33701

Joyce Dove
144 First Avenue South
Suite 600
St. Petersburg, FL 33701

ARTICLE VIII

Bylaw Amendment. The power to adopt, alter, amend or repeal the bylaws of this corporation shall be vested in the Board of Directors and the Shareholders.

ARTICLE IX

Indemnification. The corporation shall indemnify any officer or director, or any former officer or director, to the full extent permitted by law.

ARTICLE X

Informal Action of Directors. If all the Directors severally or collectively consent in writing to any action taken by the corporation, and the writings evidencing their consent are filed with the Secretary of Corporation, the action shall be as valid as if it had been authorized at a meeting of the Board of Directors.

ARTICLE XI

Amendment of Articles. 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.

IN WITNESS WHEREOF, the undersigned Incorporators have executed these articles of
Incorporation this 22 day of June, 2001.

WITNESSES:

Felicia Hughes

Gary Simmons
GARY SIMMONS
Incorporator

Sally Sumner

Nigel Wallbank
NIGEL WALLBANK
Incorporator

Cash

Joyce Dove
JOYCE DOVE
Resident Agent

STATE OF FLORIDA
COUNTY OF PINELLAS

I HEREBY CERTIFY that on this 22nd day of June, 2001, personally
appeared before me, the undersigned authority, GARY SIMMONS, NIGEL WALLBANK and
JOYCE DOVE, to me well known to be the persons described in and who executed the
foregoing instrument and acknowledged the execution thereof to be their free act and deed for
the uses and purposes therein set forth.

WITNESS my hand and official seal the date last aforesaid.

My Commission Expires:

Nancy J. Beck

Notary Public



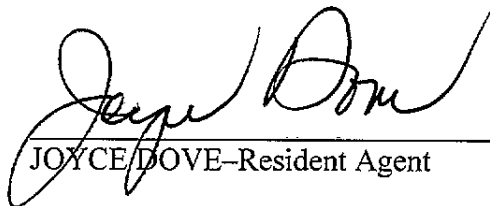
CERTIFICATE DESIGNATING PLACE OF BUSINESS OR DOMICILE FOR THE
SERVICE OF PROCESS WITHIN THIS STATE NAMING AGENT UPON WHOM
PROCESS MAY BE SERVED

In pursuant of Chapter 48.091, Florida Statutes, the following is submitted in compliance with said act.

That HEALTHCARE PERSPECTIVES, INC., desires to organize under the laws of the State of Florida, with its principle office as designated in the Articles of Incorporation, in the City of St. Petersburg, Pinellas County, Florida, and has named JOYCE DOVE, 144 First Avenue South, Suite 600, St. Petersburg, FL 33701, as its agent to accept service of process within this State.

ACKNOWLEDGEMENT: Having been named to accept service of process for the above-stated corporation, at place designated in this certificate, I hereby accept to act in this capacity, and agree to comply with the provisions of said Act of keeping open said office.

Dated: 6/22/01



JOYCE DOVE-Resident Agent

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TALLAHASSEE, FL 32399