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SECRETARY OF STATE  
TALLAHASSEE FLORIDA

VALIDATION ONLY

Lory 6/29/01

BRENDA AACKER

Requestor's Name

1500 NW 49th #608

Address

Ft Lauderdale FL 331

City

State

ZIP

Phone

(954) 493-5338

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-07/03/01--01044--006  
\*\*\*\*\*78.75 \*\*\*\*\*78.75

CORPORATION(S) NAME

Premiere Practice Consultants,  
Inc.

RECEIVED  
01 JUL -3 AM 9:48  
DIVISION OF CORPORATION



Empire Toll Free: 1-800-432-3028

<input checked="" type="checkbox"/> Profit	<input type="checkbox"/> Amendment	<input type="checkbox"/> Merger
<input type="checkbox"/> NonProfit	<input type="checkbox"/> Foreign	<input type="checkbox"/> Mark
<input type="checkbox"/> Limited Partnership	<input type="checkbox"/> Annual Report	<input type="checkbox"/> Other
<input type="checkbox"/> Reinstatement	<input type="checkbox"/> Dissolution	<input type="checkbox"/> Change of Registered Agent
<input type="checkbox"/> Certified Copy	<input type="checkbox"/> Photo Copies	<input type="checkbox"/> Certificate Under Seal
<input type="checkbox"/> Call When Ready	<input type="checkbox"/> Call If Problem	<input type="checkbox"/> After 4:30
<input checked="" type="checkbox"/> Walk In	<input type="checkbox"/> Will Wait	<input checked="" type="checkbox"/> Pick Up
<input type="checkbox"/> Will Wait	<input type="checkbox"/> Mail Out	

Name
Availability
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Verifier
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D. WHITE " " 7 not 6 ✓  
D. WHITE JUL 3 - 2001

**ARTICLES OF INCORPORATION**  
**of**  
**Premiere Practice Consultants, Inc.**

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**01 JUL -3 PM 3:13**

**SECRETARY OF STATE  
TALLAHASSEE, FLORIDA**

The undersigned, for the purpose of forming a corporation for profit under the laws of the State of Florida, do hereby adopt the following Articles of Incorporation:

**ARTICLE I - NAME**

The name of this corporation is: **Premiere Practice Consultants, Inc.**

**ARTICLE II - PRINCIPAL OFFICE**

The principal place of business of this corporation shall be: **8118 North University Drive, Tamarac, Florida 33321.**

**ARTICLE III - DURATION**

This corporation shall exist perpetually. Corporate existence shall commence on the date these Articles of Incorporation are filed by the Secretary of State.

**ARTICLE IV - PURPOSE**

The purpose of this corporation is to conduct, operate and manage any lawful business, and to perform other activities incidental and necessary to the operation of such business, in the State of Florida and the United States. The purpose of this corporation also includes the purchase and sale of real and personal property required for the business functions, and to engage in any activities or businesses permitted under the laws of the State of Florida and the United States.

**ARTICLE V - CAPITAL STOCK**

The aggregate number of shares this corporation is authorized to have outstanding at any one time is **7,500 at \$1.00 par value**, all of one class, common stock, which shall be designated "Common Stock". This corporation is not authorized to issue preferred shares.

The shareholders may, by By-Law provision or by shareholder agreement, recorded in the minute book, impose such restrictions on the sale, transfer, or encumbrance of the stock of this corporation as they may see fit.

#### **ARTICLE VI - INITIAL REGISTERED OFFICE AND AGENT**

The street address of the initial registered agent of this corporation is: **8118 North University Drive, Tamarac, Florida 33321** and the name of the initial registered agent of this corporation at that address is **JEFFREY SHAPIRO**. The Board of Directors may from time to time move the office to any other address in Florida and/or designate another individual to serve as the Registered Agent of this corporation.

#### **ARTICLE VII - INITIAL OFFICERS AND BOARD OF DIRECTORS**

This corporation shall have three (3) officers and directors initially. The number of officers and directors may either be increased or decreased from time to time by an amendment of the By-Laws of the corporation, in a manner provided by law, but shall never be less than one (1).

The names and addresses of the initial officers and directors who shall hold office the first year of the corporation's existence or until their successor is elected, are:

Jeffrey Shapiro 8118 North University Drive Tamarac, Florida 33321	-	President/Director
Garrett Weinstein 8118 North University Drive Tamarac, Florida 33321	-	Vice President/Director
Kimberly Bilbow 8118 North University Drive Tamarac, Florida 33321	-	Secretary, Treasurer/ Director

### **ARTICLE VIII - INCORPORATOR**

The name and address of the Incorporator to these Articles of Incorporation is:

Jeffrey Shapiro  
8118 North University Drive  
Tamarac, Florida 33321

### **ARTICLE IX - BY-LAWS**

The initial By-Laws of this corporation shall be adopted by the directors. By-Laws shall be adopted, altered, amended or repealed from time to time by either the shareholders or the Board of Directors, but the Board of Directors shall not alter, amend, or repeal any By-Law adopted by the shareholders if the shareholders specifically provide that such By-Law is not subject to amendment or repeal.

### **ARTICLE X - COMPENSATION**

The Board of Directors is hereby specifically authorized to make provision for reasonable compensation to it's members for their services as directors, and to fix the basis and conditions upon which such compensation shall be paid. Any director of the corporation may also serve the corporation in any other capacity and receive compensation therefore in any form.

### **ARTICLE XI - MANAGEMENT OF CORPORATION BY BOARD OF DIRECTORS**

All corporate powers shall be exercised by, or under the authority of, and the business and affairs of this corporation shall be managed under, the direction of the Board of Directors of this corporation, or those designated by them.

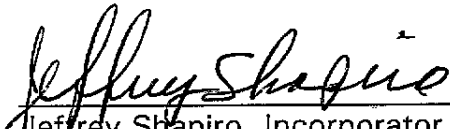
### **ARTICLE XII - INDEMNIFICATION**

The corporation shall indemnify and hold harmless any officers or directors, and any former officers and directors, from and against any liability, actual and/or potential, including, but not limited to, attorneys fees and court costs, arising from or in connection with their positions as an officer and/or director of this corporation, to the fullest extent permitted by law.

**ARTICLE XIII - AMENDMENT**

This corporation reserves the right to amend or repeal any provision(s) 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 incorporator has executed these Articles of Incorporation this 29 day of June, 2001.

  
\_\_\_\_\_  
Jeffrey Shapiro, Incorporator

**STATE OF FLORIDA        )**  
                                     **)ss:**  
**COUNTY OF BROWARD    )**

**I HEREBY CERTIFY** that on this day, before me, an officer duly authorized in the State aforesaid and in the County aforesaid to take acknowledgments, personally appeared **JEFFREY SHAPIRO**, who provided me with Florida Drivers License Number personally known for identification, or who is to me personally known to be the person described in and who executed the foregoing instrument and he acknowledged before me that he executed the same.

**WITNESS** my hand and official seal in the County and State last aforesaid this 29 day of June, 2001.

  
\_\_\_\_\_  
Notary Public State of Florida

Lori B. Cook  
\_\_\_\_\_  
Notary's Printed Name

My Commission Expires:

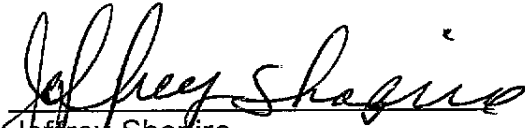


**LORI B. COOK**  
COMMISSION # CC 703465  
EXPIRES DEC 17, 2001  
BONDED THRU  
ATLANTIC BONDING CO., INC.

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

In compliance with Section 48.091, Florida Statutes, the following is submitted: **Premiere Practice Consultants, Inc.**, desiring to organize or qualify under the laws of the State of Florida, with it's principal place of business at West Palm Beach, County of Palm Beach, State of Florida, has named **JEFFREY SHAPIRO**, located at: **8118 North University Drive, Tamarac, Florida 33321**, as it's agent to accept service of process within the State of Florida.

**INCORPORATOR:**

  
Jeffrey Shapiro

Having been named to accept service of process for the above-referenced corporation, at the place designated in this certificate, I hereby agree to act in this capacity, and I further agree to comply with the provisions of all statutes relative to the proper and complete performance of my duties.

Dated: 6/29/01

  
Jeffrey Shapiro

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TALLAHASSEE FLORIDA