

PD1000121727

JOSEPH M. FILLOY

CERTIFIED PUBLIC ACCOUNTANT, P.A.

MEMBER

AMERICAN INSTITUTE OF CERTIFIED PUBLIC ACCOUNTANTS

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MIAMI, FLORIDA 33132

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December 20, 2001

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

000004738320--3
-12/26/01--01035--011
*****122.50 *****78.75

Gentlemen:

Enclosed are the Articles of Incorporation for MEDICAL CASE ACCEPTANCE CONCEPTS, INC., and a check for the incorporation fee of \$122.50. Please return the completed documents in the enclosed preaddressed envelope.

Sincerely,



Dayuri Mirabella
Secretary of Joseph M. Filloy
Certified Public Accountant

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01 DEC 26 AM 10:09
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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SECRETARY OF STATE
TALLAHASSEE FLORIDA

ARTICLES OF INCORPORATION OF
MEDICAL CASE ACCEPTANCE CONCEPTS, INC.

ARTICLE I - NAME

The name of this Corporation is MEDICAL CASE ACCEPTANCE CONCEPTS, INC.

ARTICLE II - PURPOSE

This Corporation shall have perpetual existence and may engage in any and all lawful business under the laws of the United States and the State of Florida.

ARTICLE III - CAPITAL STOCK

This corporation is authorized to issue 7,500 shares of one dollar (\$1.00) par value common stock.

ARTICLE IV - PREEMPTIVE RIGHTS

Every shareholder, upon the sale for cash or any new common stock of this corporation, shall have the right to purchase their pro rata share (as nearly as may be done without issuance of fractional shares) at the price at which it is offered to others.

ARTICLE V - INITIAL REGISTERED OFFICE AND AGENT

The present street address of the office of this corporation is 9173 Emerson Ave., Surfside, Florida 33154. The name of the initial Registered Agent of this corporation is, Hector J. Gualda, mailing address is 9173 Emerson Ave., Surfside, Florida 33154.

ARTICLE VI - INITIAL BOARD OF DIRECTORS

This corporation shall have two directors initially. The number of directors may either increase or diminished from time to time by the by-laws, but shall never be less than one (1). The initial directors of this corporation are:

Hector J. Gualda
Petrie H. Gualda

ARTICLE VII - INCORPORATOR

The name and address of the person signing this articles is:

Hector J. Gualda
9173 Emerson Ave.
Surfside, Florida 33154

ARTICLE VIII - INDEMNIFICATION

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

ARTICLE IX - BY-LAWS

The power to adopt, alter, amend or repeal by-laws shall be vested in the Board of Directors and the Shareholders.

IN WITNESS WHEREOF, the undersigned Incorporator has executed these articles of Incorporation on December 20, 2001.



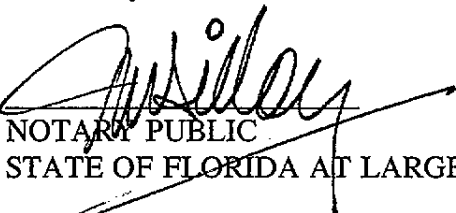
Hector J. Gualda
Incorporator

STATE OF FLORIDA)

(
COUNTY OF DADE)

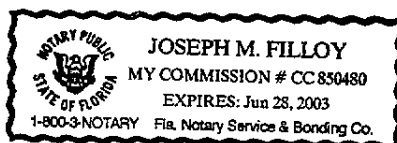
BEFORE ME, a notary public authorized to take acknowledgements in the state and county set forth above, personally appeared Hector J. Gualda, who is personally known to me, to be the person who executed the foregoing Articles of Incorporation, and she acknowledged before me that she executed same.

IN WITNESS WHEREOF, I have hereunder set my hand and affixed my official seal, in the state and county aforesaid this 20 of December of 2001.



NOTARY PUBLIC
STATE OF FLORIDA AT LARGE

My Commission Expires:

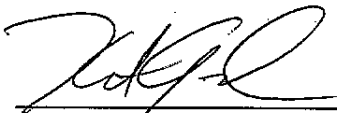


WITNESSETH:

That **MEDICAL CASE ACCEPTANCE CONCEPTS, INC.**, desiring to organize under the laws of the State of Florida, which will have its principal office in the County of Dade, State of Florida, has appointed Hector J. Gualda, as its agent to accept service of process within this state.

ACKNOWLEDGEMENT:

Having been named by the first Board of Directors of **MEDICAL CASE ACCEPTANCE CONCEPTS, INC.** to accept service of process for the above stated corporation, at the place designated in this certificate, I hereby agree to act in the capacity of Registered Agent for said corporation, and agree to comply with the applicable provision of the Florida Statutes, this 20 of December 2001.



Hector J. Gualda, Registered Agent

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SECRETARY OF STATE
TALLAHASSEE FLORIDA