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ASSOCIATES

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MILLCENT AKIN DOHR*

DANIEL J. WELSH

OF COUNSEL

THOMAS G. BRACKMAN

R. TERENCE MUELLER*

January 30, 2002

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

900004797789--8
-01/25/02--01043--023
- *****87.50 *****87.50

Re: Managed Care Review Services, Inc.

Dear Sir or Madam:

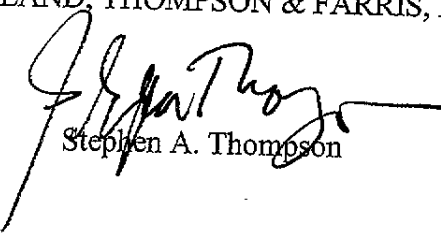
Enclosed please find duplicate Articles of Incorporation which I would ask you to file on behalf of Managed Care Review Services, Inc. This filing represents the incorporation of a business that is currently conducted as a fictitious name. To the extent that it is required, the enclosed letter consents to the incorporation of Managed Care Review Services, Inc.

This Firm's check in the amount of \$87.50 is enclosed herewith. Please return the file-stamped copy of the Articles with a certified copy and certificate of status in the enclosed, self-addressed stamped envelope.

Thank you for your cooperation.

Yours very truly,

COPELAND, THOMPSON & FARRIS, P.C.


Stephen A. Thompson

SAT/kmg

Enclosures

cc: Carl Petty, Jr.

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
02 JAN 25 AM 11:21

1-31-02

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
02 JAN 25 AM 11:21

ARTICLES OF INCORPORATION

In compliance with Chapter 607 and/or Chapter 621, F.S. (Profit)

ARTICLE I NAME

The name of the corporation shall be:

Managed Care Review Services, Inc.

ARTICLE II PRINCIPAL OFFICE

The principal place of business/mailling address is:

9485 Regency Square Blvd., Suite 220
Jacksonville, FL 32225

ARTICLE III PURPOSE

The purpose for which the corporation is organized is:

Insurance pre-certification case management services and any other lawful purpose(s).

ARTICLE IV SHARES

The number of shares of stock is:

30,000 shares without par value

ARTICLE V INITIAL OFFICERS/DIRECTORS (optional)

The name(s), address(es) and title(s):

n/a

ARTICLE VI REGISTERED AGENT

The name and Florida street address of the registered agent is:

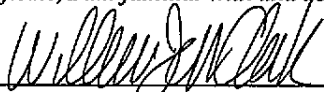
William J. Clark
9485 Regency Square Blvd., Suite 220
Jacksonville, FL 32225

ARTICLE VII INCORPORATOR

The name and address of the Incorporator is:

Stephen A. Thompson
231 S. Bemiston, Suite 1220
St. Louis, MO 63105

Having been named as registered agent to accept service of process for the above stated corporation at the place designated in this certificate, I am familiar with and accept the appointment as registered agent and agree to act in this capacity

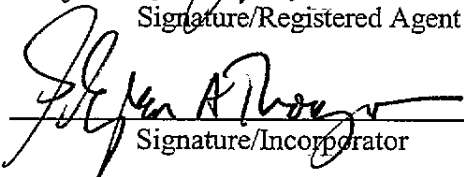


William J. Clark

Signature/Registered Agent

1/2/2002

Date



Stephen A. Thompson

Signature/Incorporator

1/2/2002

Date