# Requester's Name Address Robert N. Moses 3948 3<sup>rd</sup> Street South #320 Jacksonville Beach, Florida 32250 Office Use Only CORPORATION NAME(S) & DOCUMENT NUMBER(S), (if known): (Corporation Name) (Document #) (Corporation Name) (Document #) (Corporation Name) (Document #) (Corporation Name) (Document #) ☐ Certified Copy Pick up time ☐ Walk in Photocopy ☐ Mail out ☐ Will wait Certificate of Status 900004947559--4 -02/18/02--01035--023 **NEW FILINGS AMENDMENTS** \*\*\*\*\*78.75 \*\*\*\*\*78.75 Profit Amendment Resignation of R.A., Officer/Director Not for Profit Change of Registered Agent Limited Liability Domestication Dissolution/Withdrawal ☐ Merger Other

**OTHER FILINGS** 

Annual Report
Fictitious Name

REGISTRATION/QUALIFICATION

Foreign

Limited Partnership

Reinstatement

Trademark

Other

Examiner's Initials (C)

CR2E031(7/97)

FILED

**Articles of Incorporation** 

2002 FEB 18 AM 10: 30
SECRETARY OF STATE
TALLAHASSEE FLORIDA

of

# **Independent Medical Reviewers, Inc.**

# ARTICLE I

#### NAME

The name of the Corporation is Independent Medical Reviewers, Inc. The principal office address and the mailing address of said Corporation is 3948\_3<sup>rd</sup>\_Street South #320 Jacksonville Beach, Florida 32250.

# ARTICLE II

#### DURATION

This corporation shall have perpetual existence commencing on the date of this filing of these Articles with the Department of State.

# ARTICLE III

## PURPOSE

This corporation is organized for the purpose of transacting any or all lawful business for which corporations may be incorporated under Chapter 607, Florida Statutes, as now exists or may hereafter be amended.

# ARTICLE IV

#### CAPITAL STOCK

This corporation is authorized to issue 7500 shares of no par value stock which shall be designated as "Common Stock".

#### ARTICLE V

### PRE-EMPTIVE RIGHTS

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

## ARTICLE VI

# INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial registered office of this corporation is 3948 3<sup>rd</sup> Street South #320 Jacksonville Beach, Florida 32250 and the name of the initial registered agent of this corporation at that address is Robert N. Moses.

# ARTICLE VII

# INITIAL BOARD OF DIRECTORS

This corporation shall have one (1) Director constituting the initial Board of Directors. The board of directors shall be appointed by the corporation's shareholders. The number of directors may be either increased or decreased from time to time by the bylaws;

however, there shall never be less than one Director. The name and address of the initial Board of Directors of the corporation is:

Robert N. Moses 3948 3<sup>rd</sup> Street South #320 Jacksonville Beach, Florida 32250

#### ARTICLE VIII

#### INCORPORATORS

The name and address of the Incorporator signing these articles is:

Robert N. Moses 3948 3<sup>rd</sup> Street South #320 Jacksonville Beach, Florida 32250

#### ARTICLE IX

#### INDEMNIFICATION

The Corporation shall, to the fullest extent permitted by the Florida Stock Corporation Act, as the same may be amended and supplemented, indemnify any and all persons whom it shall have power to indemnify under the said provisions from and against any and all the expenses, liabilities, or other matters referred to in or covered by said provisions, and the indemnification provided for herein shall not be deemed exclusive of any other rights to which those indemnified may be entitled under any Bylaw, vote of stockholders, or disinterested directors, or otherwise, both as to action in his or her official capacity and as to action while holding such office, and shall continue as to a person who has ceased to be a director,

officer, employee, or agent and shall inure to the benefit of the heirs, executors, and administrators of such a person.

# ARTICLE X

## AMENDMENT

This corporation reserves the right to amend or repeal any provision contained in these Articles of Incorporation, or any amendment hereto, by a majority vote of the Board of Directors, and any right conferred upon the shareholders is subject to this reservation.

Robert N. Moses Incorporator

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STATE OF FLORIDA COUNTY OF DUVAL

BEFOREME, a Notary Public authorized to take acknowledgments in the State and County set forth above personally appeared Robert N. Moses, known to be and known by me to be the person who executed the foregoing Articles of Incorporation, and he acknowledged before me that he executed those Articles of Incorporation.

IN WITNESS WHEREOF, I have set my hand and seal in the State and County above, this  $14\,\mathrm{day}$  of February of 2002.

NOTARY PUBLIC - STATE OF FLORIDA DAVID LEONARD SPROUSE COMMISSION # CC764391 EXPIRES 8/11/2002

FIDE

BONDED THRU ASA 1-888-NOTARY1

# CERTIFICATE DESIGNATING REGISTERED AGENT AND PLACE OF BUSINESS OR DOMICILE FOR THE SERVICE OF PROCESS WITHIN FLORIDA, AND ACCEPTANCE OF AGENT UPON WHOM PROCESS MAY BE SERVED

In compliance with Sections 48.091 and 607.034, Florida Statutes, the following is submitted:

FIRST, that Independent Medical Reviewers, Inc. desiring to organize or qualify under the laws of the State of Florida, with its principle place of business at 3948 3<sup>rd</sup> Street South #320 Jacksonville Beach, Florida 32250 has named Robert N. Moses as its agent to accept service or process within Florida. Dated this the 14 day of February of 2002.

Robert N. Moses

Director

<u>SECOND</u>, that having been named to accept service of process for the above named 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 performance of my duties.

> Robert N. Moses Registered Agent

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