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## ARTICLES OF INCORPORATION OF MED-BILLING & ASSOCIATES, INC.

- I NAME: The name of this Corporation is: MED-BILLING & ASSOCIATES, INC
- II DURATION: This Corporation shall have perpetual existence, unless soone dissolved in accordance with the laws of the State of Florida.
- III PURPOSE: This Corporation is organized for the purpose of transacting any and all business permitted under the laws of the United States of the State of Florida.
- IV CAPITAL STOCK: This Corporation is authorized to issue ONE HUNDRED (100) shares of –NO-- par value common stock, which shall be designated "Common Stock".
- V PREEMPTIVE RIGHTS: Every shareholder, upon the sale for cash of any new stock of this Corporation of the same kind, class or series as that which he already holds 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.
- VI INITIAL PRINCIPAL OFFICE, MAILING ADDRESS AND INITIAL REGISTERED OFFICE AND AGENT:

The street address of the initial principal and registered office of this Corporation is:

1298 W 83RD STREET

HIALEAH, FL 33014

and the name of the initial registered agent of this Corporation at the address is:

SUCET LOPEZ

VII - INITIAL BOARD OF DIRECTORS: The Corporation shall have -ONE -- (01) director(s) initially. The number of directors may be either increased or diminished from time to time by the bylaws but shall never be less than ONE (01). The name(s) and address of the initial director(s) of this Corporation is (are):
 SUCET LOPEZ 1298 W 83<sup>RD</sup> STREET - HIALEAH, FL 33014
 DAYANIS ABARAHAM 11855 S W 18<sup>TH</sup> TERR #70 - MIAMI, FL 33175

- VII INDEMNIFICATION: The Corporation shall indemnify any officer or director, or any former officer of director, to the full extent permitted by law.
- IX INCORPORATOR: The name(s) and address of the person(s) signing these articles is (are):

SUCET LOPEZ

1298 W 83<sup>RD</sup> STREET - HIALEAH, FL 33014

President - 50% Shares

DAYANIS ABRAHAM 11855 S W 18<sup>TH</sup> TERR #70 – MIAMI, FL 33175 Vice-President - 50% Shares

IN WITNESS WHEREOF, the undersigned subscriber(s) has (have) executed the articles of incorporation this \_\_\_ 5th \_\_day of \_\_\_ March \_\_\_, 2002.

(02)

CERTIFICATE DESIGNATING PLACE OF BUSINESS OR DOMICILE FOR THE SERVICE OF PROCESS WITHIN THE STATE OF FLORIDA, NAMING AGENT UPONM WHOM SERVICE OF PROCESS MAY BE EFECTIVE.

In compliance with Section 607.034 of the Florida Status, the following is submitted:

MED-BILLING & ASSOCIATES, INC.

Desiring to organize or qualify under the laws of the State of Florida, with its principal place of business in the City of - MIAMI --, County of - MIAMI-DADE --, State of Florida, has named: SUCET LOPEZ, located at:

1298 W 83<sup>RD</sup> STREET - HIALEAH, FL 33014

City of – MIAMI --, County of – MIAMI-DADE --, State of Florida, as its agent to accept services of process within the State of Florida.

ACKNOWLEDGEMENT: Having been named to accept service of process for the above mentioned Corporation, at the place designated in this Certificate, I hereby agree to act in his capacity, and further agree to comply with the provisions of all statutes relative to the proper and complete performance of my duties.

Dated this  $-5^{th}$  - day of -- March --, 2002.

Sucet Lopez