

P02000046011
ProxyMed

Empowering Physicians with eSolutions™

April 22, 2002

VIA FEDERAL EXPRESS

Department of State
Division of Corporations
409 East Gaines Street
Tallahassee, Florida 32399

FILED
02 APR 23 PM 12:48
SECRETARY OF STATE
TALLAHASSEE FLORIDA

Re: ProxyMed Acquisition Corp.

Dear Sir or Madam:

Enclosed is an original and two (2) copies of the Articles of Incorporation for the above-referenced corporation, along with a check for \$87.50 to cover the following fees:

Filing Fee.....	\$35.00	
Designation of Registered Agent.....	35.00	300005326473--2
Certified Copy.....	8.75	-04/23/02--01054--005
Certificate of Status.....	8.75	*****87.50 *****87.50
Amount Enclosed.....	<u>\$87.50</u>	

Please return the ~~Certificate~~^{ed} Copy, along with the Certificate of Status, to the undersigned as soon as possible.

Thank you for your prompt attention to this matter. If you have any questions, please contact the undersigned at (954) 473-1001 Ext. 245.

Very truly yours,

PROXYMED, INC.



Rafael G. Rodriguez
In-House Counsel and Secretary

RGR:ir
Enclosures

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ARTICLES OF INCORPORATION

The undersigned incorporator, for the purpose of forming a corporation under the Florida Business Corporation Act, hereby adopts the following Articles of Incorporation:

ARTICLE I. Name

The name of the corporation shall be: **ProxyMed Acquisition Corp. II**

ARTICLE II. Principal Office

The principal place of business and mailing address of this corporation shall be:

**2555 Davie Road, Suite 110
Fort Lauderdale, Florida 33317**

ARTICLE III. Shares

The number of shares of stock that this corporation is authorized to have outstanding at any one time is:

5,000 Shares, Par Value \$1.00

ARTICLE IV. Initial Registered Agent and Street Address

The name and Florida street address of the initial registered agent are:

**Rafael G. Rodriguez, Esq.
2555 Davie Road, Suite 110
Fort Lauderdale, Florida 33317**

ARTICLE V. Incorporator

The name and address of the incorporator to these Articles of Incorporation are:

**Rafael G. Rodriguez, Esq.
2555 Davie Road, Suite 110
Fort Lauderdale, Florida 33317**

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Signature/Incorporator

4/22/2002
Date

Having been named as registered agent and to accept service of process for the above-stated corporation at the place designated in these Articles of Incorporation, I hereby accept the appointment as registered agent and agree to act in this capacity. I further agree to comply with the provisions of all statutes relating to the proper and complete performance of my duties, and I am familiar with and accept the obligations of my position as registered agent.



Signature/Registered Agent

4/22/2002
Date