

## Florida Department of State

Division of Corporations

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## DOMESTICATION

MEDIBILLERS, INC.

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CERTIFICATE OF DOMESTICATION

SECRETARY OF STATE  
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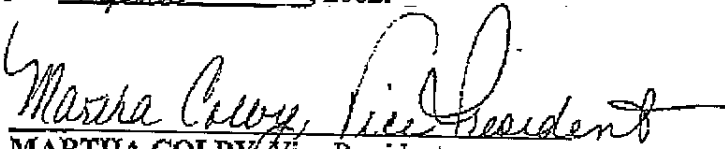
The undersigned Martha Colby, Vice-President of MEDIBILLERS, LTD., a North Carolina corporation (the "Corporation") in accordance with F.S. 607.1801 does hereby certify:

1. The date on which the Corporation was first formed was May 4, 2000.
2. The jurisdiction where the above named corporation was first formed, incorporated, or otherwise came into being was North Carolina.
3. The name of the Corporation immediately prior to the filing of this Certificate of Domestication was MEDIBILLERS, LTD.

The name of the Corporation, as set forth in its Articles of Incorporation, to be filed pursuant to F.S. 607.0202 and 607.0401 with this certificate is MEDIBILLERS, INC.

4. The jurisdiction that constituted the seat, siege social, or principal place of business or central administration of the Corporation, or any other equivalent thereto under applicable law, immediately prior to the filing of the Certificate of Domestication was 1527 Greenville Highway, Suite 2, Hendersonville, North Carolina 28792.
5. Attached are Florida Articles of Incorporation to complete the domestication requirements pursuant to F.S. 607.1801.

IN WITNESS WHEREOF, the undersigned President of the Corporation has executed this Certificate of Domestication this 12 day of April, 2002.

  
MARTHA COLBY, Vice President

FAX AUDIT NO.: H02000141218 6

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FAX AUDIT NO.: H02000141218 6

**ARTICLES OF INCORPORATION  
OF  
MEDIBILLERS, INC.  
A FLORIDA CORPORATION**

The undersigned, acting as Incorporator of a Florida corporation ("Corporation") under the Florida General Corporation Act, Chapter 607 of the Florida Statutes, hereby causes to be delivered the following Articles of Incorporation for such Corporation:

**ARTICLE I**

**NAME**

The name of the Corporation is MEDIBILLERS, INC.

**ARTICLE II**

**ADDRESS**

The mailing address of the Corporation is:

1133 4<sup>th</sup> Street  
Suite 200  
Sarasota, Florida 34236

**ARTICLE III**

**COMMENCEMENT OF CORPORATE EXISTENCE**

The corporate existence shall begin on the date these Articles of Incorporation are filed with  
The Department of State.

FAX AUDIT NO.: H02000141218 6

FAX AUDIT NO.: H02000141218 6

**ARTICLE IV**

**PURPOSE**

The Corporation is organized for the purpose of transacting any and all lawful business for which corporations may be incorporated under the laws of the State of Florida.

**ARTICLE V**

**CAPITAL STOCK**

The Corporation is authorized to issue One Hundred Thousand (100,000) shares of Common Stock having a par value of \$.01 per share.

**ARTICLE VI**

**INITIAL REGISTERED OFFICE AND AGENT**

The street address of the initial registered office of the Corporation is 5005 Wyles Road, #302, Building 2, Coconut Creek, Florida 33073, and the name of the initial Registered Agent of the Corporation at that address is Martha Colby.

**ARTICLE VIII**

**INCORPORATOR**

The name and address of the person signing these Articles are as follows:

<u>Name</u>	<u>Address</u>
MARTHA COLBY	5005 Wyles Road, #302, Building 2 Coconut Creek, Florida 33073

FAX AUDIT NO.: H02000141218 6

FILED

FAX AUDIT NO.: H02000141218 6

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SECRETARY OF STATE  
TALLAHASSEE FLORIDAARTICLE IXAMENDMENTS

The power to amend these Articles of Incorporation in accordance with law is reserved to the shareholders.

IN WITNESS WHEREOF, the undersigned has executed these Articles of Incorporation this

12 day of April, 2002.

Martha Colby, VP  
MARTHA COLBY, Incorporator

ACCEPTANCE OF DESIGNATION AS REGISTERED AGENT

I hereby accept the appointment as the initial Registered Agent of MEDIBILLERS, INC., as made in the foregoing Articles of Incorporation, and agree to act in such 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 the initial Registered Agent of MEDIBILLERS, INC.

Date: 4/12/02

Martha Colby, VP  
MARTHA COLBY, Initial Registered Agent

FAX AUDIT NO.: H02000141218 6