

HEALTH SYSTEM ONE

A GLOBAL DELIVERY SYSTEM

P02000058269

May 8, 2002

Secretary of State
Division of Corporations
409 East Gaines Street
Tallahassee, Florida 32301

000005620560--2
-05/28/02--01020--002
*****70.00 *****70.00

Re: Articles of Incorporation of Medicare Solutions PPO, Inc.

Gentlemen:

Enclosed herewith is an executed original of the Articles of Incorporation for the above referenced corporation, along with an additional copy for you to date stamp with the registration information and a check in the amount of \$70.00. Please return a stamped copy of the Articles of Incorporation to the undersigned in the enclosed envelope.

If there are any questions, please contact the undersigned.

Very truly yours,



Robert J. Leahy
President/COO

FILED
SECRETARY OF STATE
TALLAHASSEE, FLORIDA
02 MAY 24 AM 9:02

BR 5/24

W-13910



FLORIDA DEPARTMENT OF STATE

Katherine Harris
Secretary of State

May 14, 2002

ROBERT J LEHY
1505 NW 167TH ST, STE 450
MIAMI, FL 33169

SUBJECT: MEDICARE SOLUTIONS PPO, INC.
Ref. Number: W02000013910

We have received your document for MEDICARE SOLUTIONS PPO, INC.. However, upon receipt of your document no check was enclosed. Please send a check or money order payable to the Department of State for \$70.00. Your document will be retained in our pending file.

If you have any further questions concerning your document, please call (850) 245-6919.

Beth Register
Corporate Specialist Supervisor
New Filings Section

Letter Number: 102A00030578

FILED
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

02 MAY 24 AM 9:02

ARTICLES OF INCORPORATION

OF

MEDICARE SOLUTIONS PPO, INC.

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

ARTICLE I

Name

The name of the corporation is Medicare Solutions PPO, Inc., and its address is: 1505 N.W. 167th Street, Suite 450, Miami, Florida 33169.

ARTICLE II

Duration

The duration of the corporation is perpetual.

ARTICLE III

Purpose

The general purposes for which the corporation is organized are:

(1) To transact any lawful business for which corporations may be incorporated under the Florida Business Corporation Act.

(2) To do such other things as are incidental to the foregoing or necessary or desirable in order to accomplish the foregoing.

ARTICLE IV

Authorized Shares

The aggregate number of shares which the corporation is authorized to issue is 100,000, such shares shall be of a single class, and shall have a par value of One Cent (\$.01) per share.

ARTICLE V

Registered Office and Agent

The street address of the initial registered office of the corporation is: 1505 N.W. 167th Street, Suite 450, Miami, Florida 33169, and the name of its registered agent at such address is Robert J. Leahy.

ARTICLE VI

Directors

The number of directors constituting the board of directors of the corporation shall be determined in accordance with the By-Laws, but shall not be less than one. The number of directors constituting the initial board of directors is one (1). The name and address of the person who is to serve as the member of the initial board of directors is:

Robert J. Leahy
1505 N.W. 167th Street, Suite 450
Miami, Florida 33169

ARTICLE VII

Incorporator

The name and address of the incorporator is:

Robert J. Leahy
1505 N.W. 167th Street, Suite 450
Miami, Florida 33169

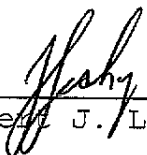
ARTICLE VIII

Indemnification

The corporation shall indemnify each director, officer and shareholder of the corporation against any and all liability and expenses incurred by him in connection with or arising out of any action, suit or proceeding in which he may be involved, by reason of his being or having been an officer, director or shareholder of the corporation to the full extent permitted by the

laws of the State of Florida.

Executed by the undersigned, on the 1st day of May,
2002.

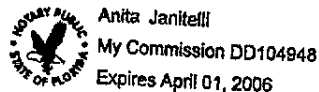

Robert J. Leahy

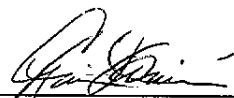
STATE OF FLORIDA)
) SS:
COUNTY OF MIAMI-DADE)

BEFORE ME, personally appeared Robert J. Leahy to me _____
well known to be the person described in or _____ who has produced
_____ as identification and who subscribed the
above Articles of Incorporation and he freely and voluntarily
acknowledged before me according to law that he made and subscribed
the same for the uses and purposes therein mentioned and set forth.

IN WITNESS WHEREOF, I have hereunto set my hand and
affixed my official seal, this 1st day of May, 2002.

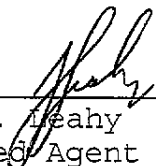
My commission expires:




Notary Public

Acknowledgment of Appointment by Registered Agent

Having been named the registered agent for the above
corporation at the place designated in the foregoing Articles of
Incorporation, I hereby accept the same and agree to act in this
capacity, and agree to comply with the provisions of Florida law
relative to keeping the registered office open.


Robert J. Leahy
Registered Agent