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ATTORNEY  
CERTIFIED PUBLIC ACCOUNTANT

May 23, 2002

Florida Department of State  
Division of Corporations  
P.O. Box 6327  
Tallahassee, FL 32314

300005610083--4  
-05/24/02--01041--002  
\*\*\*\*\*70.00 \*\*\*\*\*70.00

**RE: Emergency Physician Placement Services, Inc.**

Gentlemen:

Enclosed is an original of the Articles of Incorporation of the above referenced corporation, along with a check for \$70.00 payable to the Florida Department of State.

Please send a certified copy of the Articles of Incorporation to:

Ira L. Kahn, Esq.  
2514 Hollywood Boulevard, Suite 300  
Hollywood, Florida 33024

Thank you for your cooperation with this matter.

Sincerely,



Ira L. Kahn, Esq.

Enclosure

D. WHITE MAY 28 2002

## ARTICLES OF INCORPORATION

### **Emergency Physician Placement Services, Inc.**

The undersigned subscriber to these Articles of Incorporation, a natural person competent to contract, hereby subscribes and form a corporation for profit under the Laws of Florida.

#### ARTICLE I - NAME

The name of this corporation is:

**Emergency Physician Placement Services, Inc.**

#### ARTICLE II - NATURE OF BUSINESS

This corporation may engage in any activity or business permitted under the laws of the United States and of this State.

#### ARTICLE III - CAPITAL STOCK

The maximum number of shares of stock that this corporation is authorized to have outstanding at any one time is One Million (1,000,000) shares of Common Stock.

#### ARTICLE IV - INITIAL CAPITAL

The amount of the capital with which this corporation shall begin business is One Thousand Dollars (\$1,000.00).

#### ARTICLE V - CORPORATE EXISTENCE

This corporation shall have perpetual existence.

#### ARTICLE VI - ADDRESS

The initial street address of the principal office of this corporation in the State of Florida is 4601 Sheridan Street, Suite 301, Hollywood, Florida 33021.

#### ARTICLE VII - MANAGEMENT

The business of the corporation shall be managed by the

Stockholders of the corporation rather than by a Board of Directors.

ARTICLE VIII - SUBSCRIBER

The name and address of the initial subscriber to these Articles of Incorporation and the number of shares outstanding are:

<u>Name and Address</u>	<u>Shares</u>
Zachary Broch 1524 Yellowheart Way Hollywood, Florida 33019	700
Mary R. Jones, MD 105 Pitts Drive Gadsden, Alabama 35903	300

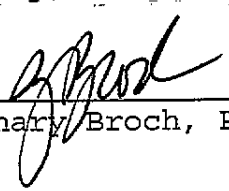
OFFICERS

The name and address of the officers of this corporation are as follows:

<u>Name and Address</u>	<u>Office</u>
Zachary Broch 1524 Yellowheart Way Hollywood, Florida 33019	President, Treasure and Secretary
Mary R. Jones, MD 105 Pitts Drive Gadsden, Alabama 35903	Vice President

IN WITNESS WHEREOF, We, the subscribers, have executed these

Articles of Incorporation this 22 day of May, 2002.

  
\_\_\_\_\_  
Zachary Broch, PRESIDENT

STATE OF FLORIDA  
COUNTY OF BROWARD

BEFORE ME, the undersigned authority, personally appeared Zachary Broch to me well known and known by me to be the individuals described in and whom executed the foregoing Articles of Incorporation, and he has acknowledged before me that they executed the same for the purposes therein expressed.

IN WITNESS WHEREOF, I have hereunto affixed my hand and official seal this 22 day of May, 2002.

  
\_\_\_\_\_  
NOTARY PUBLIC

\_\_\_\_\_  
PRINTED NAME OF NOTARY PUBLIC

My commission expires:



Ira L. Kahn  
Commission # CC 859436  
Expires Sep. 17, 2003  
Bonded Thru  
Atlantic Bonding Co., Inc.

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

IN COMPLIANCE WITH SECTION 48.091, FLORIDA STATUTES, THE FOLLOWING IS  
SUBMITTED:

FIRST--THAT CORPORATE BUSINESS RELATIONS, INC., DESIRING TO ORGANIZE  
OR QUALIFY UNDER THE LAWS OF THE STATE OF FLORIDA WITH ITS PRINCIPAL  
PLACE OF BUSINESS AT CITY OF HOLLYWOOD, STATE OF FLORIDA, HAS NAMED  
ZACHARY BROCH LOCATED AT 4601 SHERIDAN STREET, SUITE 301, CITY OF  
HOLLYWOOD, STATE OF FLORIDA, 33021, AS ITS RESIDENT AGENT TO ACCEPT  
SERVICE OF PROCESS WITHIN FLORIDA.

SIGNATURE \_\_\_\_\_

(CORPORATE OFFICER)

TITLE \_\_\_\_\_

President

DATE \_\_\_\_\_

5/22/02

HAVING BEEN NAMED TO ACCEPT SERVICE OF PROCESS FOR THE ABOVE STATED  
ORGANIZATION, 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 AND COMPLETE PERFORMANCE  
OF MY DUTIES.

SIGNATURE \_\_\_\_\_

ZACHARY BROCH, REGISTERED AGENT

DATE \_\_\_\_\_

5/22/02