

P020000079949  
TRANSMITTAL LETTER

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

000006330240--0  
-07/11/02--01038--019  
\*\*\*\*\*78.75 \*\*\*\*\*78.75

SUBJECT: HEATHCARE SOLUTIONS ONLINE, INC  
(Proposed corporate name - must include suffix)

Enclosed is an original and one (1) copy of the articles of incorporation and a check for :

☐ \$70.00  
Filing Fee

☒ \$78.75  
Filing Fee  
& Certificate

☐ \$122.50  
Filing Fee  
& Certified Copy

☐ \$131.25  
Filing Fee,  
Certified Copy  
& Certificate

Additional Copy Required

FROM:

RICHARD SIMON  
Name (printed or typed)

800 PALM TRAIL Ste #5  
Address

DELRAY BEACH, FL. 33483  
City, State & Zip

954-818-2124  
Daytime Telephone number

FILED  
2002 JUL 22 PM 4:18  
SECRETARY OF STATE  
TALLAHASSEE FLORIDA

509  
W02-20055

NOTE: Please provide the original and one copy of the articles.

8/7/23/02



FLORIDA DEPARTMENT OF STATE  
Katherine Harris  
Secretary of State

FILED

2002 JUL 22 PM 4:18

SECRETARY OF STATE  
TALLAHASSEE FLORIDA

July 11, 2002

RICHARD SIMON  
800 PALM TRAIL  
SUITE #5  
DELRAY BEACH, FL 33483

SUBJECT: HEALTHCARE SOLUTIONS ONLINE, INC.  
Ref. Number: W02000020055

We have received your document for HEALTHCARE SOLUTIONS ONLINE, INC. and your check(s) totaling \$78.75. However, the enclosed document has not been filed and is being returned for the following correction(s):

The name of the entity must be identical throughout the document.

Please return the original and one copy of your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 245-6973.

Claretha Golden  
Document Specialist  
New Filings Section

Letter Number: 702A00043144

**FILED**

2002 JUL 22 PM 4:18

SECRETARY OF STATE  
TALLAHASSEE FLORIDA

ARTICLES OF INCORPORATION  
OF

HEATHCARE SOLUTIONS ONLINE, INC.

ARTICLE ONE - NAME

The name of the corporation is HEATHCARE SOLUTIONS ONLINE, INC..

ARTICLE TWO - PRINCIPAL OFFICE

The principal business address shall be:  
800 PALM TRAIL SUITE 5  
DELRAY BEACH, FLORIDA 33483

The mailing address will be:  
800 PALM TRAIL SUITE 5  
DELRAY BEACH, FLORIDA 33483

ARTICLE THREE- SHARES

CAPITAL STOCK. The maximum number of shares that this corporation is authorized to have outstanding at any one time is 100,000 shares of common stock having no par value per share, with the consideration to be paid for each share to be in money, property or services, as may be fixed by the Board of Directors.

ARTICLE FOUR- REGISTERED AGENT

The street address of the initial registered office of this corporation is:  
800 PALM TRAIL SUITE 5  
DELRAY BEACH, FLORIDA 33483

And the name of the initial registered agent of this corporation at that address is:

RICHARD SIMON

ARTICLE FIVE- INCORPORATOR

The name and address of the incorporator of these articles of corporation is:

RICHARD SIMON  
800 PALM TRAIL SUITE 5  
DELRAY BEACH, FLORIDA 33483

## ARTICLE SIX- PURPOSE

The corporation is organized,as corporation for any lawful purpose not specifically prohibited to corporations under the applicable laws of the State of Florida, including, but not limited to the purchase, sale, trading, financing and development of real and personal properties for profit, and the corporation shall be authorized in connection therewith to carry on any lawful business.

## ARTICLE SEVEN- PRE-EMPTIVE 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.

## ARTICLE EIGHT- LOST OR DESTROYED CERTIFICATES

Stock certificates to replace lost or destroyed certificates shall be issued on such basis and according to such procedures as are from time to time provided for in the Bylaws of this corporation.

## ARTICLE NINE- AMEMDMENT

These Articles of Incorporation may be amended as provided by law. Every amendment shall be approved by the Board of Directors, proposed by them to the stockholders, and approved at a stockholders meeting by a majority of the stock issued and entitled to be voted, unless all of the directors and all the stockholders sign a written statement manifesting their intention that a certain amendment of these Article of Incorporation be made.

## ARTICLE X – NUMBER OF BOARD OF DIRECTORS

The Board of Directors of this corporation shall consist of one or more directors, the exact number of which shall be the number of directors from time to time fixed by the Board of Directors or the stockholders in accordance with the bylaws of the Corporation. Directors, as such, shall receive such compensation for their services, if any, as may be set by the Board of Directors at an annual or special meeting. The directors may be authorized and require the payment of the reasonable expenses incurred by directors in attending meetings of the directors. Nothing in this Article shall be construed to preclude a director from serving the corporation in any other capacity and receiving compensation therefor.

## ARTICLE ELEVEN – INITIAL BOARD OF DIRECTORS

The initial Board of Directors shall consist of one member, who shall be:

• RICHARD SIMON

## ARTICLE TWELVE – INDEMNIFY AND EXPENSES

The corporation shall indemnify, or advance reasonable expenses to, to the fullest extent authorized or permitted by the Florida General Corporation Act, any person made, or threatened to be made, a party to any action, suit or proceeding by reason of the fact that he (I) is or was a director of the corporation; (ii) is or was serving at the request of the corporation as a director of another corporation; (iii) is or was an officer of the corporation, provided that he is or was at the time a director of the corporation; (iv) is or was serving at the request of the corporation as an officer of another corporation, provided that he is or was at the time a director of the corporation or a director of such other corporation, serving at the request of the corporation. Unless otherwise expressly prohibited by the Florida General Corporation Act, and except as otherwise provided in the foregoing sentence, the Board of Directors of the Corporation shall have the sole and exclusive discretion, on such terms and conditions as it shall determine, to indemnify, or advance expenses to, any person made, threatened to be made, a party to any action, suit, or proceedings by reason of the fact that he is or was an officer, employee or agent of the corporation, partnership, joint venture, trust or other enterprise. No person falling within the Preview of the foregoing sentence may apply for indemnification or advancement of expenses to any court of competent jurisdiction.

## ARTICLE THIRTEEN – INCORPORATOR

The undersigned hereby executes the Articles of Incorporation, this 1<sup>st</sup> day of July, 2002

RICHARD SIMON: \_\_\_\_\_

## CONSENT OF APPOINTMENT OF REGISTERED AGENT

To: Secretary of State  
Corporation Commissioner  
State of Florida

I, RICHARD SIMON, hereby consent to serve as Registered Agent for the corporation  
HEATHCARE SOLUTIONS ONLINE, INC.

This 8<sup>th</sup> day of June 2002

RICHARD SIMON: \_\_\_\_\_

**FILED**  
2002 JUL 22 PM 4:18  
SECRETARY OF STATE  
TALLAHASSEE FLORIDA