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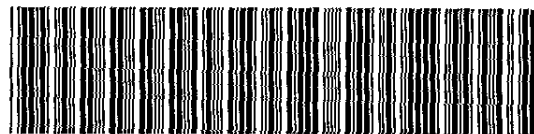
(Business Entity Name)

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BR 121

TO WHOM IT MAY CONCERN:

**PLEASE FORWARD ME ALL INFORMATION CONCERNING
HEALTHCARE PLANS, INC.**

TO:

**MARK J. HOLLANDER
11410 NORTH KENDALL DRIVE, SUITE 207
MIAMI, FLORIDA 33176**

**TELEPHONE NUMBER 305-275-2557
FAX NUMBER 305-275-2588**

↑
I have Enclosed A Fed Ex
For The Return.

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**ARTICLES OF INCORPORATION
OF
HEALTHCARE PLANS, INC.**

The undersigned natural person, acting to form a corporation under the laws of the State of Florida that provide for the formation of a corporation for profit, with the powers, rights, privileges and immunities hereinafter mentioned, do hereby make, subscribe, acknowledge and file with the Secretary of State of the State of Florida these Articles of Incorporation; and to that end set forth:

ARTICLE I

The name of the corporation shall be:

HEALTHCARE PLANS, INC.

ARTICLE II

The initial post office address of the principle office of the corporation in Florida will be:

1870 Mariners Lane
Weston, Florida 33327

ARTICLE III

This corporation will engage and is empowered to engage in any business permitted under the laws of the United States of America and of the State of Florida.

MARK Hollander
11410 NORTH KENDALL DRIVE, STE 207
MIAMI, FLORIDA 33176

ARTICLE IV

The Total number of shares of stock which this Corporation is authorized to have outstanding is defined as follows:

<u>Class</u>	<u>No. Shares</u>	<u>Par Value</u>
Common	1,000	\$ 1.00

ARTICLE V

The amount of capital this corporation will begin business with is:

Ten Dollars	(\$10.00)
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ARTICLE VI

This corporation shall have perpetual existence.

ARTICLE VII

This corporation shall have one director initially. The number of Directors may be increased or diminished from time to time, as provided by the by-laws adopted by the stockholders.

ARTICLE VIII

The name and post office address of the member of the first Board of Directors of this corporation, and who shall hold office for the first year, or until their successor is chosen shall be:

Steven Silverstein
1870 Mariners Lane
Miami, Florida 33327

Jason Bennett Skole
6365 NW 23rd Street
Boca Raton, Florida 33434

ARTICLE IX

The name and address of the officers of the Corporation, who shall hold office until their successor is chosen, shall be:

Steven Silverstein	Director
1870 Mariners Lane	
Miami, Florida 33327	

Jason Bennett Skole	Director
6365 NW 23 rd Street	
Boca Raton, Florida 33434	

ARTICLE X

The initial registered agent and registered office of the corporation shall be:

Mark Hollander
11410 North Kendall Drive, Suite 207
Miami, Florida 33176

ARTICLE XI

These articles of incorporation may be amended in the manner provided by law. Every amendment shall be approved by the Board of Directors, proposed by it to the stockholders, and approved at a stockholders' meeting by a majority of the stock entitled to vote thereon, unless all of the directors and all the shareholders sign a written statement manifesting their intention that a certain amendment of these articles of incorporation be made.

02 DEC 16 AM 11:56

I, Mark Hollander, a natural person with an address of 11410 North Kendall Drive, Suite 207, Miami, Florida 33176, do hereby accept the appointment of Registered Agent of Healthcare Plans, Inc. on this 13th. day of December 2002.

Mark J Hollander-Incorporator
11410 N. Kendall Drive, Suite 207
Miami, FL 33176

COUNTY OF DADE)
) SS:
STATE OF FLORIDA)