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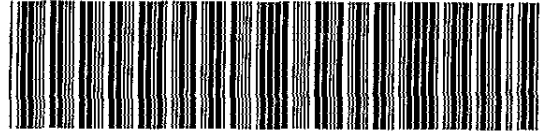
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03 FEB 17 AM 6:05  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

19 FEB 19 2003

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February 13, 2003

Registration Section  
Division of Corporations  
Florida Secretary of State  
P.O. Box 6327  
Tallahassee, FL 32314

Re: Medical Reimbursement Experts, Inc.

Dear Sir or Madam:

Enclosed for filing is the original and one copy of the Articles of Incorporation of Medical Reimbursement Experts, Inc. Also enclosed is a check in the amount of \$70.00 for the filing fees.

Please return the copy with the filing information stamped thereon to the undersigned at the address above.

If you have any questions regarding this matter, please do not hesitate to contact me.

Sincerely,



Richard D. Baxter, Esq.

cc: Ms. Ann Lanier

Enclosures

**ARTICLES OF INCORPORATION**  
**OF**  
**MEDICAL REIMBURSEMENT EXPERTS, INC.**

The undersigned Incorporator, hereby subscribes to and adopts these Articles of Incorporation for the purpose of organizing a business corporation for profit under the Florida Business Corporation Act, Florida Statutes Chapter 607.

**ARTICLE I**  
**CORPORATE NAME**

The name of this Corporation shall be:

Medical Reimbursement Experts, Inc.

**ARTICLE II**  
**PRINCIPAL OFFICE AND MAILING ADDRESS**

The principal office of this Corporation is: 245 West George Avenue, Maitland, FL 32751. The mailing address of this Corporation is: P.O. Box 948233, Maitland, FL 32794-8233

**ARTICLE III**  
**NATURE OF CORPORATE BUSINESS**

The general nature of the business to be transacted by this Corporation shall be to engage in any and all lawful business permitted under the laws of the United States and the State of Florida.

**ARTICLE IV**  
**CAPITAL STOCK**

The maximum number of shares of stock that this Corporation is authorized to issue and have outstanding at any one time shall be ten thousand (10,000) shares of common stock having a par value of ten (\$0.10) cents per share.

**ARTICLE V**  
**TERM OF EXISTENCE**

This Corporation shall have perpetual existence.

**FILED**  
03 FEB 17 AM 6:05  
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TALLAHASSEE, FLORIDA

**ARTICLE VI**  
**INITIAL REGISTERED OFFICE AND AGENT**

The address of the initial Registered Office of this Corporation is 2699 Lee Road, Suite 120, Winter Park, Florida 32789. The name of the initial Registered Agent of this Corporation at that address is Richard D. Baxter, who is a Florida resident.

**ARTICLE VII**  
**BOARD OF DIRECTORS**

The business of this Corporation shall be managed by its Board of Directors. The initial Board of Directors shall consist of one (1) member. The name and address of the member of the first Board of Directors are:

Ann Lanier

P.O. Box 948233  
Maitland, FL 32794-8233

The member of the First Board of Directors shall hold office until her successor is elected and qualified as provided in the Bylaws of this Corporation. The number of Directors of this Corporation set forth in these Articles of Incorporation shall be the authorized number of Directors until that number is changed by or in accordance with the Bylaws of this Corporation.


**ARTICLE VIII**  
**INCORPORATOR**

The name and street address of the person signing these Articles of Incorporation as the Incorporator is:

Richard D. Baxter

2699 Lee Road, Suite 120  
Winter Park, Florida 32789

IN WITNESS WHEREOF, I, the undersigned, being the Incorporator hereinbefore named, for the purpose of forming a corporation for profit to do business under the laws of Florida, have executed these Articles of Incorporation, hereby declaring and certifying that the facts herein stated are true, on this 13<sup>th</sup> day of February, 2003.

  
\_\_\_\_\_  
Richard D. Baxter, Incorporator

**MEDICAL REIMBURSEMENT EXPERTS, INC.  
CERTIFICATE OF DESIGNATION OF  
REGISTERED AGENT AND REGISTERED OFFICE**

Pursuant to the provisions of Section 607.0501 of the Florida Statutes, the undersigned Corporation, organized under the laws of the State of Florida, submits the following statement in designating the Registered Office and Registered Agent of the Corporation in the State of Florida:

1. The name of the Corporation is: Medical Reimbursement Experts, Inc..
2. The name and address of the Registered Agent and Registered Office of the Corporation is: Richard D. Baxter, 2699 Lee Road, Suite 120, Winter Park, Florida 32789.

Medical Reimbursement Experts, Inc.

By: Richard D. Baxter  
Richard D. Baxter, Incorporator

**ACCEPTANCE BY REGISTERED AGENT**

Having been named the Registered Agent of Medical Reimbursement Experts, Inc., the above stated Corporation, at the place designated in this certificate, I hereby accept the appointment as Registered Agent and agree to act in this capacity. I further agree to comply with the provisions of all statutes relating to the proper and complete performance of my duties, including Florida Statutes Section 607.0505, and I am familiar with and accept the obligations of my position as Registered Agent.

Dated: February 13, 2003.

Richard D. Baxter  
Richard D. Baxter, Registered Agent

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