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**LAZARUS CORPORATE FILING SERVICE**

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MIAMI, FLORIDA (305)552-5973

TERESA ROMAN ( TALLAHASSEE REPRESENTATIVE)

OFFICE USE ONLY

CORPORATION NAME(S) & DOCUMENT NUMBER(S) (if known):

1. PEDIATRIC BILLING SERVICES, INC.  
(Corporation Name) (Document #)

2. \_\_\_\_\_  
(Corporation Name) (Document #)

3. \_\_\_\_\_  
(Corporation Name) (Document #)

4. \_\_\_\_\_  
(Corporation Name) (Document #)

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NEW FILINGS	
<input checked="" type="checkbox"/>	Profit
<input type="checkbox"/>	NonProfit
<input type="checkbox"/>	Limited Liability
<input type="checkbox"/>	Domestication
<input type="checkbox"/>	Other

AMENDMENTS	
<input type="checkbox"/>	Amendment
<input type="checkbox"/>	Resignation of R.A., Officer/Director
<input type="checkbox"/>	Change of Registered Agent
<input type="checkbox"/>	Dissolution/Withdrawal
<input type="checkbox"/>	Merger

OTHER FILINGS	
<input type="checkbox"/>	Annual Report
<input type="checkbox"/>	Fictitious Name
<input type="checkbox"/>	Name Reservation

REGISTRATION/ QUALIFICATION	
<input type="checkbox"/>	Foreign
<input type="checkbox"/>	Limited Partnership
<input type="checkbox"/>	Reinstatement
<input type="checkbox"/>	Trademark
<input type="checkbox"/>	Other

Examiner's Initials

ARTICLES OF INCORPORATION  
OF  
PEDIATRIC BILLING SERVICES, INC.

The undersigned incorporator (s) hereby forms the following corporation  
Under the laws of the State of Florida:

ARTICLE I

NAME:

PEDIATRIC BILLING SERVICES, INC.

ARTICLE II

PURPOSE:

The corporation is organized to engage in any and all business  
permitted under the laws of the State of Florida.

ARTICLE III

CAPITAL STOCK:

The maximum number of shares of stocks which this corporation is  
authorized to issue is 7500 shares of \$ 1.00 par value, common stock.  
Said shares of stock may be issued only for a consideration having a  
fair value as may be determined by the board of directors.

ARTICLE IV

TERM OF EXISTENCE:

This corporation is to exist perpetually from the date these  
Articles are filed with the Department of State, subject to the laws of  
the State of Florida.

ARTICLE V

REGISTERED AGENT AND OFFICE:

This initial Registered Agent and the principal address of the  
initial Registered Office of this corporation shall be:

LAZARO FRAGA

4141 SW 6<sup>TH</sup> STREET  
MIAMI, FL 33134

03 APR 21 PM 12:20  
STATE  
RECORDS

ARTICLE VI

DIRECTORS:

This corporation shall have ONE (1) director initially. The number of directors may be changed from time to time in accordance with by-law adopted by the directors, but the number shall never be less than one (1). The name and street address of the initial director of the corporation is:

LAZARO FRAGA  
4141 S.W. 6TH STREET  
Miami, Fl 33134

ARTICLE VII

INCORPORATOR:

The name and street address of the incorporator is:

Lazaro Fraga  
President/Treasurer  
90% shares  
809 Coral Way  
Coral Gables, Fl 33134

Lazaro Fraga, Jr.  
Secretary  
10% shares  
809 Coral Way  
Coral Gables, Fl 33134

ARTICLE VIII

PREEMPTIVE 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 prorata share thereof (as nearly as may be done without issuance of fractional shares) at the price at which it is offered to others.

ARTICLE IX

CUMULATIVE VOTING:

At each election for Directors, cumulative voting by shareholders as set forth in Florida Statutes, Chapter 607.097 (4) shall be allowed.

ARTICLE X

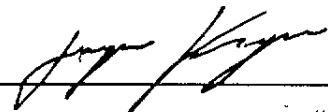
AMENDMENT:

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 them to the stockholders and approved at a

stockholder's meeting by at least a majority of the stock entitled to vote, unless all of the directors and all of the stockholders sign a written statement manifesting their intention that a certain amendment of these Articles of Incorporation be made.

IN WITNESS WHEREOF, the undersigned incorporators have hereunto set its hands and seals this 23 day of April 2003.-

  
LAZARO FRAGA


  
LAZARO FRAGA, JR.

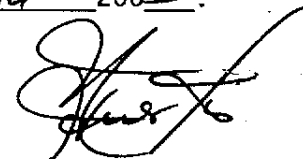
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SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

STATE OF FLORIDA {

COUNTY OF DADE { SS:

I HEREBY CERTIFY that on this day, before me, an officer duly authorized in the State and County aforesaid to take acknowledgements, appears Lazaro Fraga to me known to be the person (s) described in and executed the foregoing instrument and acknowledged before me that he executed the same. WITNESS my hand and official seal in the County and State last aforesaid this 23 day of April 2003.-

 Norki Huertas  
My Commission DD092870  
Expires June 08, 2008

  
NOTARY PUBLIC  
STATE OF FLORIDA AT LARGE

ACCEPTANCE BY REGISTERED AGENT:

Having been named to accept service of process for the above named corporation, at the place designed in these Articles, I hereby accept this appointment and agree to comply with the provisions of Chapter 48.091 Florida Statutes, relative to keeping open said offices.

  
LAZARO FRAGA  
REGISTERED AGENT