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James  
2600 Thunderbird Rd  
Sebring, FL 33872

(Address)

(City/State/Zip/Phone #)

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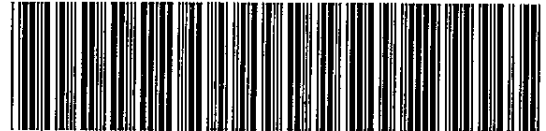
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ARTICLES OF INCORPORATION  
OF

**MEDICAL BILLING & CONSULTING OF HIGHLANDS  
COUNTY, INC.**

The undersigned subscribers to these Articles of Incorporation, being a natural person competent to contract, hereby form this corporation for profit under the laws of the State of Florida.

**ARTICLE I**

**NAME**

The name of the corporation shall be **MEDICAL BILLING & CONSULTING OF HIGHLANDS COUNTY, INC..**

**ARTICLE II**

**NATURE OF BUSINESS**

The general character or nature of the business to be transacted by this corporation is to engage in activities of medical billing and consulting, and consistent therewith, to:

(A) Acquire, improve and operate any real or personal property or interest or rights therein are appurtenant thereto;

(B) Sell, convey, assign, mortgage or lease any real or personal property;

(C) Borrow money and to execute such evidence of indebtedness as such contracts, agreements and instruments as may be necessary, and to execute and deliver any mortgage, deed of trust, assignment of income or other security instrument in connection therewith;

(D) Purchase the corporate assets of any other corporation and engage in the same or other character of business;

(E) Guarantee, endorse, purchase, hold, sell, transfer, mortgage, pledge or otherwise acquire or dispose of the shares of the capital stock of, or any bonds, securities, or other evidence of indebtedness created by any other corporation of the State of Florida or any other state or government, and while owner of such stock, to exercise all the rights, power and privileges of ownership, including the right to vote such stock;

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(F) To carry on any or all of its operations and businesses, and to promote its objectives within the State of Florida or elsewhere without restriction as to the place or amount, and have use, exercise and enjoy all of the general powers of like corporations;

(G) Engage in any and all lawful businesses, trades, occupations and professions permitted under the laws of the United States of America and the State of Florida;

(H) Do any or all of the things herein set forth and to the same extent as natural persons might or could do, and in any part of the world as principles, or agents, or contractors, or otherwise, alone, or in company with others, and to do and perform all such other things and access may be necessary, profitable or expedient in carrying on any of the business or acts above mentioned.

The intention, herein, is that none of the objects add power as here and above set forth, except where specified, shall be interpreted to limit or restrict the objects and/or powers of this corporations, but to be interpreted so as to do all things necessary and appropriate for carrying out and exercising the purpose of this corporation.

### ARTICLE III

#### **CAPITAL STOCK**

The maximum number of shares of stock this corporation is authorized to have outstanding at any time is one hundred ( 1,000 ) shares of common stock, each having the par value of one dollar ( \$1.00 ) per share.

Authorized Capital Stock may be paid for in cash, or in services or property, at a just value to be fixed by the Board of Directors of this corporation at a regular or special meeting; but in no event shall stock be given for services to be performed at a future date.

### ARTICLE IV

#### **INITIAL CAPITAL**

The amount of capital with which this corporation shall begin business is one hundred dollars ( \$100.00 ).

### ARTICLE V

#### **TERM OF EXISTENCE**

This corporation shall have perpetual existence.

**ARTICLE VI**

**ADDRESS**

The initial street address of the principal office of this corporation is to be 2600 Thunderbird Road, Sebring, Florida 33872. The Board of Directors may from time to time designate such other address and place of the principal office of this corporation as it may see fit.

**ARTICLE VII**

**DIRECTORS**

The corporation shall have two directors initially. The number of directors may be increased or diminished from time to time as may be provided in the by-laws.

**ARTICLE VIII**

**INITIAL OFFICERS AND DIRECTORS**

The names and street addresses of the first Board of Directors, who shall hold office until their successors are qualified and have been elected, are as follows:

<b><u>NAME</u></b>	<b><u>ADDRESS</u></b>
JANE M. FARRER	2600 Thunderbird Road Sebring, Florida 33872
DANNY L. FARRER	2600 Thunderbird Road Sebring, Florida 33872

**ARTICLE IX**

**SUBSCRIBERS**

The names of each subscriber of these Articles of Incorporation, the number of shares each agrees to take in the value of the consideration therefore, is as follows:

<b><u>NAME</u></b>	<b><u>SHARES</u></b>	<b><u>CONSIDERATION</u></b>
JANE M. FARRER	500	\$ 500.00
DANNY L. FARRER	500	\$ 500.00

**ARTICLE IX**

**SUBSCRIBERS**

The names of each subscriber of these Articles of Incorporation, the number of shares each agrees to take in the value of the consideration therefore, is as follows:

<u>NAME</u>	<u>SHARES</u>	<u>CONSIDERATION</u>
JANE M. FARRER	500	\$ 500.00
DANNY L. FARRER	500	\$ 500.00

**ARTICLE X**

**OFFICERS**

The management and control of the business shall be conducted under the direction of the Board of Directors by the following officers: (a) President; (b) Secretary/Treasurer, and any other officers as may be provided in the by-laws. The names of the initial officers who shall hold office for the first year of existence or until successors are qualified and elected are:

<u>NAME</u>	<u>OFFICE</u>
JANE M. FARRER	PRESIDENT
DANNY L. FARRER	SECRETARY/TREASURER

**ARTICLE XI**

**EFFECTIVE DATE**

These Articles of Incorporation shall be effective immediately upon issuance of the corporate charter by the State of Florida.

**ARTICLE XII**

**REGISTERED AGENT**

The registered agent for this corporation shall be Jane M. Farrer, whose street address is 2600 Thunderbird Road, Sebring, Florida 33872.

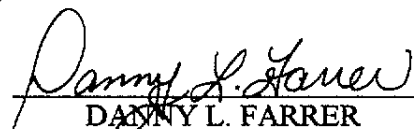
ARTICLE XIII

**AMENDMENTS**

These Articles of Incorporation may be amended in the manner provided in the by-laws. Each amendment shall be provided by the Board of Directors, proposed by them to the stockholders, and approved at a stockholders meeting by majority of the stockholders entitled to vote thereon, unless all 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.

INWITNESS WHEREOF, we have hereunto set our hands and seals, acknowledged and filed the foregoing Articles of Incorporation under the laws of the State of Florida, this 19<sup>th</sup> day of April, 2004.

  
JANE M. FARRER

  
DANNY L. FARRER

STATE OF FLORIDA

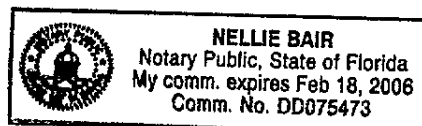
COUNTY OF HIGHLANDS

BEFORE ME, the undersigned authority, personally appeared JANE M. FARRER and DANNY L. FARRER, to me known to be the persons described in and who executed the foregoing Articles of Incorporation, and who acknowledged before me that they executed the same for the uses and purposes therein mentioned.

WITNESS our hands and official seals in the county and state last aforesaid on this 19<sup>th</sup> day of April, 2004.

MY COMMISSION EXPIRES:

  
NOTARY PUBLIC, STATE OF FLORIDA



**CERTIFICATE DESIGNATING**  
**REGISTERED AGENT / REGISTERED OFFICE**

Pursuant to the provisions of Section 607.325, Florida Statutes, the unsigned corporation, organized under the laws of the State of Florida, submits the following statement in designating the registered office/registered agent, to wit:

That MEDICAL BILLING & CONSULTING OF HIGHLANDS COUNTY, INC. desiring to organize under the laws of the State of Florida, with its principal office, as indicated in the Articles of Incorporation at the City of Sebring, County of Highlands, State of Florida, has named Jane M. Farrer, located at 2600 Thunderbird Road, Sebring, Florida 33872, as its agent to accept service of process within this state.

Having been named to accept service of process for the above stated corporation, 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, and I accept the duties and obligations of Section 607.325, Florida Statutes.

Signed by my hand and seal this 19<sup>th</sup> day of April, 2004:

  
JANE M. FARRER

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