

P05000134762

Florida Department of State
Division of Corporations
Public Access System

Electronic Filing Cover Sheet

Note: Please print this page and use it as a cover sheet. Type the fax audit number (shown below) on the top and bottom of all pages of the document.

(((H05000233178 3)))

Note: DO NOT hit the REFRESH/RELOAD button on your browser from this page. Doing so will generate another cover sheet.

To:

Division of Corporations
Fax Number : (850) 205-0381

From:

Account Name : EMPIRE CORPORATE KIT COMPANY
Account Number : 072450003255
Phone : (305) 634-3694
Fax Number : (305) 633-9696

FLORIDA PROFIT CORPORATION OR P.A.

health access direct, inc.

D. WHITE OCT - 4 2005

Certificate of Status	0
Certified Copy	1
Page Count	05
Estimated Charge	\$78.75

(5)

H05000233178 FILED

ARTICLES OF INCORPORATION OF
HEALTH ACCESS DIRECT, INC.

2005 OCT -3 A 11: 06

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLE I - NAME

The name of this Corporation shall be: HEALTH ACCESS DIRECT, INC.

ARTICLE II - COMMENCEMENT & DURATION

The commencement of this corporation's existence shall be at the time of the filing of these Articles of Incorporation by the Secretary of State. This corporation's duration shall be perpetual.

ARTICLE III - PURPOSE

This corporation is being organized for the purpose of conducting any business authorized under the laws of the State of Florida.

ARTICLE IV - CAPITAL STOCK

This corporation shall have the authority to issue one hundred (100) shares of common capital stock with a par value of one dollar (\$1.00) per share.

ARTICLE V - PREEMPTIVE RIGHTS

Every shareholder, upon the sale for cash by this corporation of any shares of new capital stock of the same kind, class or series, as that which the shareholder already holds, shall have the preemptive right to purchase a pro rate share thereof (as nearly as may be done without the issuance of fractional shares) at the price at which shares are offered to others.

ARTICLE VI - TRANSFER RESTRICTIONS

No shareholder shall have the right to sell, assign, pledge or encumber, transfer, or otherwise dispose of any shares of the capital stock of this corporation, without first offering such shares for sale to this corporation, at the net asset value

Gregory R. Beck, P.A.
707 Southeast 3rd Avenue, Sixth Floor, Fort Lauderdale, Florida 33316
Gregory R. Beck, Esq. - Florida Bar Number: 326730

thereof. Such offer shall be in writing, signed by the shareholder, sent by registered or certified mail to this corporation at its registered office address, and open for acceptance by this corporation for a period of fifteen days from the date of mailing. If this corporation fails refuses, within such period, to make satisfactory arrangements for the purchase of such shares, the shareholder shall have the right to dispose of such shares without any further restrictions.

On the death of any shareholder, this corporation shall have the right to purchase any shares of capital stock of this corporation owned by the shareholder immediately prior to the shareholder's death, on the terms set forth above, and this provision shall be binding upon the personal representative of the shareholder.

Each stock certificate issued by the corporation shall carry the following legend:

These Shares Are Held Subject To Certain Transfer Restrictions Imposed By This Corporation's Articles of Incorporation, A Copy Of Which Is On File At This Corporation's Principal Office.

ARTICLE VII - INITIAL BOARD OF DIRECTORS

The number of directors on this corporation's Initial Board of Directors shall be one (1). The number of directors may be increased or decreased from time to time, as provided in this corporation's bylaws, but shall never be less than one.

The name and address of the individual who shall serve as the member of the initial Board of Directors is:

Peter Wilkins – 4300 North University Drive, Suite B-206, Lauderhill, FL 33351.

ARTICLE VIII - INDEMNIFICATION

This corporation shall indemnify any officer, director, employee, or agent, to the full extent permitted by law.

ARTICLE IX - PRINCIPAL OFFICE & INITIAL REGISTERED OFFICE & AGENT

The address of the corporation's principal office is: 4300 North University Drive, Suite B-206, Lauderhill, Florida 33351.

The address of this corporation's initial registered office shall be: 4300 North University Drive, Suite B-206, Lauderhill, Florida 33351.

The name of the individual who shall serve as this corporation's initial registered agent at the address is: Peter Wilkins.

ARTICLE X - INCORPORATOR

The name and address of the individual who shall serve as this corporation's incorporator is: Peter Wilkins - 4300 North University Drive, Suite B-206, Lauderhill, Florida 33351.

ARTICLE XI - AMENDMENT

This corporation reserves the right to amend or repeal any provisions in these Articles of Incorporation, or any amendments thereto. Any rights conferred upon the shareholders shall be the subject to this reservation.

TUULUUUOOU / O

John Wilkins

STATE OF FLORIDA

COUNTY OF BROWARD

Lawrence J. Grant

(Signature of Notary Public)

(Printed name of Notary Public)
Notary Public. Serial Number (if any):
My commission expires:



Towards T Grant
My Commission DD242183
Expires August 15, 2007

Seal:

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

2005 OCT -3 A 11:06

FILED

Gregory R. Beck, P.A.
707 Southwest 3rd Avenue, Sixth Floor, Fort Lauderdale, Florida 33316
Gregory R. Beck, Esq. - Florida Bar Number: 328730

H05000233178

P.05/05

INDEX

SEP-30-2005 19:22