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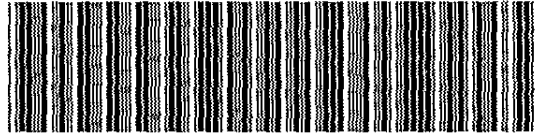
(Business Entity Name)

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FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
06 AUG - 3 PM 3:50

VH
6006-3/06

COVER LETTER

Department of State
Division of Corporations
P. O. Box 6327
Tallahassee, FL 32314

SUBJECT: MEDIBILL, INC.
(PROPOSED CORPORATE NAME - MUST INCLUDE SUFFIX)

Enclosed are an original and one (1) copy of the articles of incorporation and a check for:

☐ \$70.00
Filing Fee

☒ \$78.75
Filing Fee
& Certificate of Status

☐ \$78.75
Filing Fee
& Certified Copy

☐ \$87.50
Filing Fee,
Certified Copy
& Certificate of
Status

ADDITIONAL COPY REQUIRED

FROM: Sabina Zizmond-Smejkal
Name (Printed or typed)

9561 Carousel Circ. E.
Address

Boca Raton, FL 33434
City, State & Zip

561-482-8233
Daytime Telephone number

NOTE: Please provide the original and one copy of the articles.



FLORIDA DEPARTMENT OF STATE
Division of Corporations

July 18, 2006

SABINA ZIZMOND -SMEJKAL
9561 CAROUSEL CIR E
BOCA RATON, FL 33434

SUBJECT: MEDIBILL, INC.
Ref. Number: W06000031882

We have received your document for MEDIBILL, INC. and your check(s) totaling \$78.75. However, the enclosed document has not been filed and is being returned for the following correction(s):

The name designated in your document is unavailable since it is the same as, or it is not distinguishable from the name of an existing entity.

Please select a new name and make the correction in all appropriate places. One or more major words may be added to make the name distinguishable from the one presently on file.

Adding "of Florida" or "Florida" to the end of a name is not acceptable.

Please return the original and one copy of your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 245-6962.

Valerie Herring
Document Specialist
New Filing Section

Letter Number: 706A00045960

PREFERED BILLING, INC.

FILLED
SECRETARY OF STATE
DIVISION OF CORPORATIONS

06 AUG -3 PM 3:50

The undersigned natural persons acting hereby as incorporators for the purpose of forming a Professional Service Corporation for profit under the provisions of Section 607, Florida Professional Service Corporation Act, and Section 621, Florida professional Service Corporation Act, of the Florida Statutes, does hereby adopt the Following Articles of Incorporation:

ARTICLE I - CORPORATE NAME

The name of the Corporation shall be:

PREFERED BILLING , INC.

ARTICLE II - PRINCIPAL OFFICE

The Principal place of business and mailing address for this corporation shall be:

Prefered Billing, Inc.
9561 Carousel Circ. E.
Boca Raton, FL 33434

ARTICLE III - PURPOSE

The general nature and purpose of business to be transacted, promoted and carried on by the corporation is as follows:

- a. to engage in every aspect of the practice of medical billing and in all its fields of specialization;
- b. to engage in and render the professional services involved all aspects of medical billing through its officers, contractors and employees;
- c. to engage in no other business other than the rendition of the professional services specified herein;
- d. to do everything necessary and proper in accomplishing the purposes herein set forth and to do anything incidental thereto which is not forbidden under the laws of the State of Florida.

ARTICLE IV – SHARES

- a. The maximum number of shares of stock that the corporation is authorized to have outstanding at any time shall be one-hundred (100) shares of common stock at \$1.00 per share per value.
- b. The consideration to be paid for each share shall be payable in lawful money or property, labor or services.

ARTICLE V – INITIAL OFFICERS AND DIRECTORS

The following individual is the initial officer of the corporation.

Sabina Zizmond-Smejkal, President

The following individual is the initial director of the corporation.

Olga Godinez-Torres, Director

ARTICLE VI – REGISTERED AGENT

The name and address of this initial Registered Agent of this Corporation is:

Sabina Zizmond-Smejkal
9561 Carousel Circ. E.
Boca Raton, FL 33434

ARTICLE VII – INCORPORATOR

The name and address of the Incorporators signing these Articles of Incorporation are as follows:

Sabina Zizmond-Smejkal
9561 Carousel Circ. E.
Boca Raton, FL 33434

and

Olga Godinez-Torres
221 NE 104th Street
Miami Shores, FL 33138

ARTICLE VIII – BOARD OF DIRECTORS

The Corporation shall have a Board of Directors consisting of two (2) people. The number of directors may be increased or decreased from time to time by a resolution of the majority of the stockholders but shall never be less than one (1). The name and address of the initial directors of this Corporation are as follows:

Sabina Zizmond-Smejkal
9561 Carousel Circ. E.
Boca Raton, FL 33434

and

Olga Godinez-Torres
221 NE 104th Street
Miami Shores, FL 33138

ARTICLE IX – INFORMAL SHAREHOLDER ACTION

Any action of the shareholders may be taken without a meeting if consent in writing setting forth the action so taken shall be signed by all the shareholders entitled to vote upon such action at a meeting and filed with the Secretary of the Corporation as part of the corporate records.

ARTICLE X – SEVERANCE AND TERMINATION OF EMPLOYMENT

If any officer, director, stockholder, contractor or employee of this corporation becomes legally disqualified to render the professional services for which this the corporation is organized, or accepts employment that places restriction of limitation on his continued rendering of such professional services, he shall forthwith sever all employment with the corporation, and shall not thereafter participate or share, directly or indirectly, in any earnings or profits realized by the corporation account of professional services. The corporation shall forthwith, upon such disqualification any shareholder, purchase such shareholder's shares and pay him all amounts owing and lawfully due to him by the corporation, except that such shares shall not be entitled to dividends.

ARTICLE XI – INFORMAL DIRECTOR ACTION

If all of the Directors severally or collectively consent in writing to any action taken or to be taken by the Corporation, and the writing evidencing their consent are filed with the Secretary of the Corporation, the action shall be as valid as though it had been authorized at a meeting of the Board of Directors.

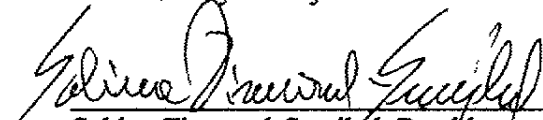
ARTICLE XII – IDEMNIFICATION

The corporation shall indemnify any officer or director, or any former officer or director, to the full extent permitted by law.

ARTICLE XIII – BYLAW AMENDMENT

The power to adopt, alter, amend or repeal the bylaws of this corporation shall be vested in the Board of Directors and Stockholders provided that such amendment be in compliance with the laws of Florida governing a Professional Service Corporation.

The undersigned Incorporators have executed these Articles of Incorporation this Eleventh day of July 2006.



Sabina Zizmond-Smejkal, President



Olga Godínez-Torres, Director

CERTIFICATION OF DESIGNATION
REGISTERED AGENT/REGISTERED OFFICE

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS

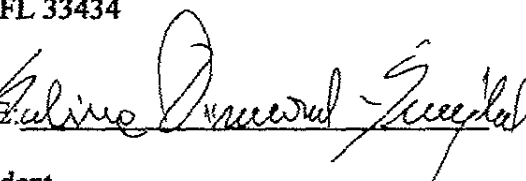
06 AUG -3 PM 3:50

Pursuant to the provisions of section 607.0501, Florida Statutes, the undersigned corporation, organized under the laws of the State of Florida, submits the following statement in designating the registered office/registered agent, in the State of Florida:

1. The name of the corporation is **PREFERRED BILLING, INC.**
2. The name and address of the registered agent and office is:

Sabina Zizmond-Smejkal
9561 Carousel Circ. E.
Boca Raton, FL 33434

SIGNATURE

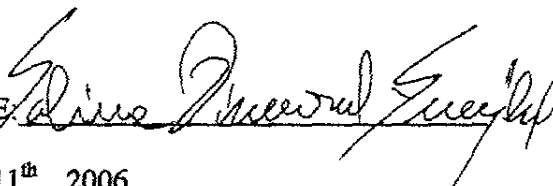


TITLE: President

DATE: July 11th, 2006

HAVING BEEN NAMED AS REGISTERED AGENT AND TO ACCEPT SERVICE OF PROCESS FOR THE ABOVE STATED CORPORATION AS 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 PROVISION OF ALL STATUTES RELATING TO THE PROPER AND COMPLETE A PERFORMANCE OF MY DUTIES, AND I AM FAMILIAR WITH AND ACCEPT THE OBLIGATION OF MY POSITION AS REGISTERED AGENT.

SIGNATURE



DATE: July 11th, 2006