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

From:

Account Name : CORPDIRECT AGENTS, INC.
Account Number : 110450000714
Phone : (850)222-1173
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FLORIDA PROFIT/NON PROFIT CORPORATION

FIRST MEDICAL HEALTH PLAN OF FLORIDA, INC.

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ARTICLES OF INCORPORATION
OF
FIRST MEDICAL HEALTH PLAN OF FLORIDA, INC.

ARTICLE I
NAME

The name of the corporation is FIRST MEDICAL HEALTH PLAN OF FLORIDA, INC.
(the "Corporation").

ARTICLE II
PRINCIPAL OFFICE

The principal office of the Corporation is c/o Mike Segal, One Biscayne Tower, 21st
Floor, 2 South Biscayne Boulevard, Miami, Florida 33131.

ARTICLE III
REGISTERED AGENT

The name of the Corporation's registered agent in the State of Florida is B & C Corporate
Services, Inc. and the address of the Corporation's registered office is One Biscayne Tower, 21st
Floor, 2 South Biscayne Boulevard, Miami, Florida 33131.

ARTICLE IV
INCORPORATOR

The name and address of the incorporator of the Corporation is: Mike Segal, One
Biscayne Tower, 21st Floor, 2 South Biscayne Boulevard, Miami, Florida 33131.

ARTICLE V
PURPOSE

The purpose of the Corporation is to engage in any lawful act or activity for which
corporations may be organized under the laws of the State of Florida and the Corporation shall
have all of the powers conferred upon corporations organized under the laws of the State of
Florida to carry out such purpose.

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**ARTICLE VI
TERM**

The Corporation shall have perpetual existence.

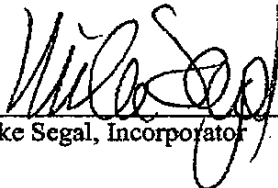
**ARTICLE VII
CAPITAL STOCK**

The Corporation is authorized to issue 10,000 shares of common stock par value \$0.01 per share.

**ARTICLE VIII
INDEMNIFICATION**

The Corporation shall indemnify any director or officer to the fullest extent permitted by Florida law.

IN WITNESS WHEREOF, the undersigned incorporator has executed these Articles of Incorporation this 22nd day of December, 2006.



Mike Segal, Incorporator

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**ACCEPTANCE OF APPOINTMENT
OF
REGISTERED AGENT
OF
FIRST MEDICAL HEALTH PLAN OF FLORIDA, INC.**

I hereby accept the appointment as registered agent contained in the foregoing Articles of Incorporation and state that I am familiar with and accept the obligations of Section 607.0505 of the Florida Business Corporation Act.

B & C CORPORATE SERVICES, INC.,
a Florida corporation

By:


Gisela Fasco, Vice President

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