

VERNON PITT
698 Tuscora Drive
Winter Springs, FL 32708

P9500005840

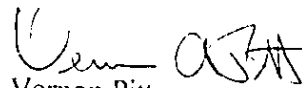
Division of Corporations
Department of State
P. O. Box 6327
Tallahassee, Florida 32314

JAN 19 1995
TALLAHASSEE, FLORIDA
***12.50 ***12.50

Dear Sirs:

Enclosed herewith please find duplicate copies of the Articles of Incorporation for Doctor's Periscope, Inc. for filing with the office of the Secretary of State, together with a check in the amount of \$122.50, made payable to the Secretary of State, representing the filing fees.

Sincerely,


Vernon Pitt

Enclosures

FILED
95 JAN 19 AM 8:37
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

T. BROWN JAN 24 1995

**ARTICLES OF INCORPORATION
OF
DOCTOR'S PERISCOPE, INC.**

FILED
95 JAN 19 AM 8:37
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The undersigned incorporator makes, subscribes, acknowledges and files with the Department of State of Florida these Articles of Incorporation for the purpose of forming a corporation for profit under the laws of the State of Florida.

ARTICLE I

NAME

The name of the corporation is **DOCTOR'S PERISCOPE, INC.**

ARTICLE II

TERM OF EXISTENCE

This corporation shall commence as of the date of the filing of these Articles of Incorporation with the Secretary of State and shall have perpetual existence.

ARTICLE III

NATURE OF BUSINESS

The purpose for which this corporation is organized is to engage in the development, service and sale of medical software, and may transact any and all lawful business for which corporations may be incorporated under the laws of the State of Florida.

ARTICLE IV

CAPITAL STRUCTURE

The maximum number of shares of stock that this corporation is authorized to have outstanding at any one time is 7,500 shares of common stock. Each of the said shares of stock shall entitle the holder thereof to one (1) vote at any meeting of the stockholders. All or any part of said capital stock may be paid for in cash, in property or in labor and services at a fair valuation to be fixed by the Board of Directors at a meeting called for such purpose. All stock when issued shall be paid for and shall be non-assessable.

ARTICLE V

INITIAL REGISTERED AGENT AND REGISTERED OFFICE

The initial registered agent of this corporation shall be Vernon A. Pitt. The street address of the initial registered office of this corporation is 7770 West Oakland Park Boulevard, Suite 206, Sunrise, Florida 33351. The initial principal place of business of this corporation and the mailing address is 7770 West Oakland Park Boulevard, Suite 206, Sunrise, Florida 33351. The Board of Directors from time to time may move the registered office to any other address in the State of Florida.

ARTICLE VI

BOARD OF DIRECTORS

There shall be a Board of Directors for this corporation which shall consist of not less than one (1). Except for the number constituting the initial Board of Directors, the number of Directors shall be decided by resolution of the shareholders.

ARTICLE VII

INITIAL BOARD OF DIRECTORS

The names and street addresses of the members of the initial Board of Directors for this corporation, who, subject to these Articles of Incorporation and the laws of the State of Florida, shall hold office until the first annual meeting of the shareholders or until their successors are elected and qualified, or until their resignation, removal from office or death is:

<u>Name</u>	<u>Street Address</u>
Vernon A. Pitt	698 Tuscora Drive Winter Springs, Florida 32708
Jacquelyn Pitt	698 Tuscora Drive Winter Springs, Florida 32708

ARTICLE VIII

INCORPORATOR

The name and street address of the incorporator is:

Vernon A. Pitt

698 Tuscora Drive
Winter Springs, Florida 32708

ARTICLE IX

BYLAWS

The power to adopt, alter, amend, or repeal bylaws shall be vested in the Board of Directors or shareholders.

ARTICLE X

INDEMNIFICATION

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

ARTICLE XI

PRE-EMPTIVE RIGHTS

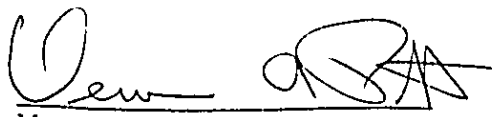
Every shareholder, upon sale of any new stock of this corporation, shall have the right to purchase his prorata share thereof (as nearly as may be done without the issuance of fractional shares) at the price which is offered to others.

ARTICLE XII

AMENDMENT OF ARTICLES OF INCORPORATION

These Articles of Incorporation may be amended at any time by a resolution adopted by a majority vote of the Board of Directors at any annual or special meeting, provided at least ten (10) days' written notice is given to each Director of the time and place of the meeting and the purpose thereof. Any amendment of these Articles of Incorporation so made must be approved by a majority vote of the shareholders of the corporation.

IN WITNESS WHEREOF, the incorporator has executed these Articles of Incorporation this 1/15 day of January, 1995.


Vernon A. Pitt

CERTIFICATE DESIGNATING PLACE OF BUSINESS OR DOMICILE
FOR THE SERVICE OF PROCESS
WITHIN THE STATE OF FLORIDA,
NAMING AGENT UPON WHOM PROCESS MAY BE SERVED

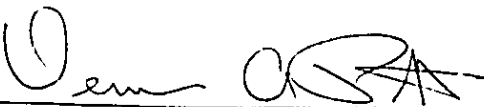
FILED
95 JAN 19 AM 8:37
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

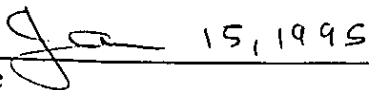
In compliance with Section 48.091, Florida Statutes, the following is submitted:

DOCTOR'S PERISCOPE, INC., desiring to organize or qualify under the laws of the State of Florida, with its principal place of business in the City of Sunrise, State of Florida, has named Vernon A. Pitt, 7770 West Oakland Park Boulevard, Suite 206, Sunrise, Florida 33351, as agent to accept service of process within the State of Florida.

ACKNOWLEDGMENT:

Having been named to 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.


Registered Agent


Date