

P95000035848

CAPITAL CONNECTION, INC.

417 E. Virginia St., Suite 1, Tallahassee, FL 32301, (904)224-8870

Mailing Address: Post Office Box 10349, Tallahassee, FL 32302

TOLL FREE No. 1-800-342-8062

FAX (904) 222-1222

NAME _____

FIRM _____

ADDRESS _____

PHONE () _____

Service: Top Priority _____ Regular _____
One Day Service Two Day Service

To us via _____ Return via _____

Mailor No.: _____ Express Mail No. _____

State Fee \$ _____ Our \$ _____

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
95 MAY -8 PM 1:49

AP 5/8/95

REQUEST TAKEN CONFIRMED APPROVED
DATE _____
TIME _____ CK No. _____
BY AAK _____

WALK-IN
Will Pick Up 5-8 1200

RE: Falcon Consultants,
Inc

	C.C. FEE.	DISBURSED
<input type="checkbox"/> Capital Express™	_____	_____
<input checked="" type="checkbox"/> Art. of Inc. File	_____	_____
<input type="checkbox"/> Corp. Record Search	_____	_____
<input type="checkbox"/> Ltd. Partnership File	_____	_____
<input type="checkbox"/> Foreign Corp. File	_____	_____
<input checked="" type="checkbox"/> () Cert. Copy(s)	_____	_____
<input type="checkbox"/> Art. of Amend. File	_____	_____
<input type="checkbox"/> Dissolution/Withdrawal	_____	_____
<input type="checkbox"/> C U S -	_____	_____
<input type="checkbox"/> Fictitious Name File	_____	_____
<input type="checkbox"/> Name Reservation	_____	_____
<input type="checkbox"/> Annual Report/Reinstatement	_____	_____
<input type="checkbox"/> Reg. Agent Service	_____	_____
<input type="checkbox"/> Document Filing	_____	_____
<input type="checkbox"/> Corporate Kit	_____	_____
<input type="checkbox"/> Vehicle Search	_____	_____
<input type="checkbox"/> Driving Record	_____	_____
<input type="checkbox"/> Document Retrieval	_____	_____
<input type="checkbox"/> UCC 1 or 3 File	_____	_____
<input type="checkbox"/> UCC 11 Search	_____	_____
<input type="checkbox"/> UCC 11 Retrieval	_____	_____
<input type="checkbox"/> File No.'s, _____ Copies	_____	_____
<input type="checkbox"/> Courier Service	_____	_____
<input type="checkbox"/> Shipping/Handling	_____	_____
<input type="checkbox"/> Phone () _____	_____	_____
<input type="checkbox"/> Top Priority	_____	_____
<input type="checkbox"/> Express Mail Prop.	_____	_____
<input type="checkbox"/> FAX () _____ pgs.	_____	_____
SUBTOTALS	_____	_____

FEE.....	\$ _____
DISBURSED.....	\$ _____
SURCHARGE.....	\$ _____
TAX on corporate supplies.....	\$ _____
SUBTOTAL.....	\$ _____
PREPAID.....	\$ _____
BALANCE DUE.....	\$ _____
	\$ _____

Please remit invoice number with payment
TERMS: NET 10 DAYS FROM INVOICE DATE
1 1/2% per month on Past Due Amounts
Past 30 Days, 18% per Annum.

THANK YOU
from
Your Capital Connection

ARTICLES OF INCORPORATION

OF

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
95 MAY -8 PH 1:49

The undersigned incorporator(s), for the purpose of forming a corporation under the Florida Business Corporation Act, hereby adopt the following Articles of Incorporation.

ARTICLE I NAME

The name of the corporation shall be:

FALCON CONSULTANTS, INC.

ARTICLE II PRINCIPAL OFFICE

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

12300 SOUTHWEST 70TH COURT
MIAMI, FLORIDA 33156

ARTICLE III DURATION

The period of the corporation's duration shall be perpetual, or until dissolved on a vote of shareholders as provided in the bylaws.

ARTICLE IV PURPOSE

The corporation is organized for the following purposes:

A. To provide services to consumers, providers, insurers, employers, managers, and employees in the health care field and other allied businesses;

B. To engage in any business permitted by State law;

C. To own property, enter into contracts, and to carry on any business necessary or incidental to the accomplishment or furtherance of the purposes or objectives of this corporation.

ARTICLE V CAPITAL STOCK

The total number of shares of stock which the corporation shall be initially authorized to issue or have outstanding at any one time

is 100 shares. These shares shall be of a single class of common stock, and shall have a value of \$1.00 per share.

ARTICLE VI CAPITALIZATION

The amount of capital with which this corporation will begin shall be no less than \$100.00.

ARTICLE VII CORPORATE POWERS

The corporation shall have all the rights and powers now or subsequently conferred on corporation by the laws of the State of Florida, including but limited to the following:

1. Vesting its funds in real estate, mortgages, stocks, bonds, or any other type of investment, or from owning real or personal property necessary for the rendering of services for which it was formed

ARTICLE VIII INCORPORATORS

The name and street address of each person signing these Articles of Incorporation as an incorporator is:

JOHN N. SFORZA
12300 SOUTHWEST 70TH COURT
MIAMI, FLORIDA 33156

and

JOYCE L. SFORZA
12300 SOUTHWEST 70TH COURT
MIAMI, FLORIDA 33156

ARTICLE IX DIRECTORS

This corporation is to be managed by a Board of Directors. The number of Directors constituted in the initial Board of Directors is two and the names of the initial Board of Directors are:

JOHN N. SFORZA
12300 SOUTHWEST 70TH COURT
MIAMI, FLORIDA 33156

and

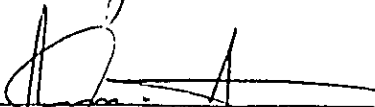
JOYCE L. SFORZA
12300 SOUTHWEST 70TH COURT
MIAMI, FLORIDA 33156

The initial director shall hold office until the successors are elected and qualified as provided in the bylaws. Then the term of office of each director shall be yearly and until the election qualification of a successor. The name of directors set forth in these Articles of Incorporation constituting the initial Board of Directors shall be the authorized number of directors until that number is changed by the bylaws duly authorized by the shareholders.

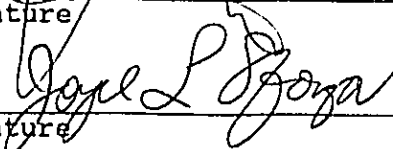
ARTICLE X BYLAWS

The initial directors shall submit the proposed bylaws to the shareholders at a meeting to be held for that purpose not more than one year following the issuance of the incorporation. Following the adoption of the bylaws, the internal affairs of the corporation are to be regulated and managed in accordance with the bylaws.

The undersigned incorporators have executed these Articles of Incorporation this 3rd day of May, 1995.



Signature



Signature

CERTIFICATE OF DESIGNATION
REGISTERED AGENT/REGISTERED OFFICE

FILED.
SECRETARY OF STATE
DIVISION OF CORPORATIONS
95 MAY -8 PM 1:49

Pursuant to the provisions of 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: FALCON CONSULTANTS, INC.

2. The name and address of the registered agent and office is:

JOHN N. SFORZA
(NAME)

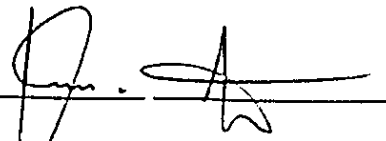
12300 SOUTHWEST 70TH COURT
(P. O. BOX NOT ACCEPTABLE)

MIAMI, FLORIDA 33156
(CITY/STATE/ZIP)

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

SIGNATURE

DATE


may 3, 1995