

P95000040531

TRANSMITTAL LETTER

FILED

95 MAY 22 AM 9:08

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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

4000001495774
-05/22/95--01068--012
***122.50 ***122.50

SUBJECT: HMS Management Group, Inc.
(Proposed corporate name - must include suffix)

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

 \$70.00
Filing Fee

 \$78.75
Filing Fee
& Certificate

X \$122.50
Filing Fee
& Certified Copy

 \$131.25
Filing Fee
Certified Copy
& Certificate

From: Robert J. Hainsworth
Name (printed or typed)
381 Hidden Valley Drive
Address
Naples Florida 33962
City, State & Zip
(813) 793-5747
Daytime Telephone number

PALE 5-23

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

ARTICLES OF INCORPORATION

The undersigned incorporators, 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:

HMS Management Group, Inc.

ARTICLE II

Principal place of Business and mailing address

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

381 Hidden Valley Drive
Naples Florida 33962

ARTICLE III

Shares

The number of share of stock that this corporation is authorized to have outstanding at any one time is:

One Hundred (100).

ARTICLE IV

Initial Registered Agent and Street Address

The name and address of the initial registered agent is:

Mr. Robert J. Hainsworth
381 Hidden Valley Drive
Naples Florida 33962

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**ARTICLE V
Incorporators**


The names and addresses of the incorporators for these articles of incorporation are:

Mr. Robert J. Hainsworth	381 Hidden Valley Drive, Naples Florida 33962
Ms. Melody M. Hainsworth	381 Hidden Valley Drive, Naples Florida 33962
Ms. Rhona Saunders	3770 Parkview Way, Naples, Florida, 33940
Mr. Terrence Miller	3770 Parkview Way, Naples, Florida, 33940

The undersigned incorporators have executed these Articles of Incorporation this

25th day of MARCH, 1995.

Signature of Incorporators:



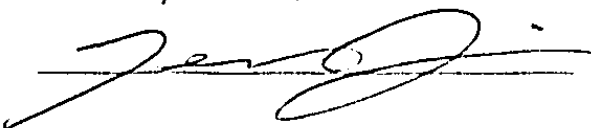
Mr. Robert J. Hainsworth



Ms. Melody M. Hainsworth



Ms. Rhona Saunders



Mr. Terrence Miller

CERTIFICATE OF DESIGNATION OF REGISTERED AGENT/REGISTERED OFFICE

PURSUANT TO THE PROVISIONS OF SECTION 607.0501 or 617.0501, 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: HMS MANAGEMENT GROUP, INC.

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

Robert J. Hainsworth

(Name)

381 Hidden Valley Drive

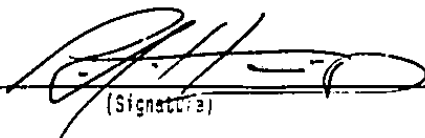
(P.O. Box or Mail Drop Box NOT acceptable)

Naples Florida 33962

(City/State/Zip)

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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 proper and complete performance of my duties, and am familiar with and accept the obligations of my position as registered agent.


(Signature)

March 25/95
(Date)