

# P96000019015

## TRANSMITTAL LETTER

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

200001726752  
-02/28/96--01072--001  
\*\*\*\*131.25 \*\*\*\*131.25

SUBJECT: Electronic Claim Processing Systems, 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

☐ \$122.50  
Filing Fee  
& Certified Copy

☒ \$131.25  
Filing Fee,  
Certified Copy  
& Certificate

Additional Copy Required

FROM: Cecilia B. Wisniewski  
Name (printed or typed)  
2861 Citron Drive  
Address  
Longwood, Florida 32779  
City, State & Zip  
(407)788 6418  
Daytime Telephone number

FILED  
96 FEB 28 AM 9:33  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

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

B. REGISTER MAR -1 1996

**FILED**  
96 FEB 28 AM 9:34  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

**ARTICLES OF INCORPORATION**  
**OF**

**Electronic Claim Processing Systems, Inc.**

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 is: **Electronic Claim Processing System, Inc.**

**ARTICLE II - PRINCIPAL OFFICE**

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

**2861 Citron Drive  
Longwood FL. 32779**

**Article III - SHARES**

The maximum number of shares of stock that this corporation is authorized to have outstanding at any time is 1,000 shares of common stock each share having a par value of \$1.00. Said authorized share may be divided into voting and nonvoting shares before issuance by the action of the board of Directors; provided, however, that in the event such designation is not specifically made by the Board of Directors, said stock shall be deemed voting. Authorized capital stock may be paid for in cash, services, or property at a just value to be fixed by the Board of Directors of this corporation at any regular or special meeting. Said stock should be issued as "small business corporation", stock in accordance with the plan or plans under the provision of Statute 1244 of the Internal Revenue code of 1954 as amended. The amount of capital with which this Corporation shall begin business is \$3200.00.

**ARTICLE IV - INITIAL REGISTERED AGENT AND STREET ADDRESS**

The name and address of the initial registered agent is:

**Cecilia B. Wisniewski, 2861 Citron Dr. Longwood FL. 32779**

**ARTICLE V - INCORPORATORS**

The names, and street addresses of the incorporators to these Articles of Incorporation are:

<b>Cecilia B. Wisniewski</b>	<b>2861 Citron Drive, Longwood, FL. 32779</b>
<b>John B. Wisniewski III</b>	<b>2861 Citron Drive, Longwood, FL. 32779</b>
<b>Harry E. Black</b>	<b>2861 Citron Drive, Longwood, FL. 32779</b>

The undersigned incorporators have executed these Articles of Incorporation this 26th day of February, 1996.

Cecilia B. Wisniewski  
Signature  
Harry E. Black  
Signature  
John B. Wisniewski III  
Signature

#### Designation of Officers

The corporation shall have 3 directors initially. The number of directors may be increased or diminished from the time to time by the By-Laws but shall never be less than one. The names, addresses, and titles of the initial directors who shall hold office until their successors are elected and have qualified are:

**Cecilia B. Wisniewski, 2861 Citron Drive, Longwood, Florida 32779: President**

**Harry E. Black, 2861 Citron Drive, Longwood, Florida 32779: Vice President**

**John B. Wisniewski, 2861 Citron Drive, Longwood, Florida 32779: Secretary, Treasurer**

The general character or nature of the business to be transacted by this corporation is as follows:

(a) To acquire by purchase, lease or otherwise, lands and interest in lands, and to own, hold, improve, develop and manage any real estate so acquired' and to erect, or cause to be erected, on any lands owned, held or occupied by the corporation, buildings or other structures, now or hereafter erected on any lands so owned, held or occupied, and to encumber or dispose of any lands or interest in lands, and any buildings or other structures at any time owned or held by the corporation. To buy sell, mortgage, exchange, lease, hold for investment or otherwise, use and operate real estate of all kinds, improved or unimproved or any right or interest therein.

(b) To acquire, by purchase, lease, manufacture or otherwise, any personal property deemed necessary or useful in the equipment, furnishing, improvement, development or management of any property, real or personal, at any time owned, held or occupied by the corporation and to invest, trace, lease, rent, encumber, or dispose of any personal property at any time owned or held by the corporation.

(c) To sell, exchange and/or otherwise transfer franchise(s) to individuals, corporations or other legal entities in this or any other jurisdiction.

(d) To contract debts and borrow money, issue and sell or pledge bonds, debentures, notes and other evidence of indebtedness, and to execute such mortgages, transfers of corporate property, or other instruments to secure the payment of corporate indebtedness as required.

(e) To purchase the corporate assets of any other corporation and engage in the same or other character

of business.

(f) To become a partner with any person or persons, corporation or any other business entity and engage in the same or other character Of business.

(g) To guarantee, endorse, purchase, hold, sell , transfer, mortgage, pledge or otherwise acquire or dispose of the share of capital stock of , or any bonds, securities, or other evidences of indebtedness created by any other corporation of the State of Florida or any other state or government, and while owner of such stock, to exercise all the rights powers and privileges of ownership, including the right to vote such stock.

(h) To enter into, make, perform and carry out contracts and agreements of every kind, for any lawful purpose, without limit as to amount, with any firms, association or corporation; and to transact any further and other business necessarily connected with the purposes of this corporation, or calculated to facilitate the same.

(i) To carry on any or all of its operations and business, and to promote its objects within the State of Florida or elsewhere, without restriction as to place or amount, and to have, use exercise and enjoy all of the general powers of like corporations.

(j) To do any or all of the things herein set forth to the same extent as natural persons might or could do, and in any part of the world as principals, agents, contractors, or otherwise, alone or in company with others, and to do and perform all of such things and acts as may be necessary, profitable or expedient in carrying on any of the business or acts above named.

(k) To transact any and all lawful business for which Corporations may be incorporated under the Florida General Corporation Act. The intention is that none of the objects and powers herein above set forth, except where otherwise specified in this Article, shall be in anywise limited or restricted by reference to or inference from the terms of any other objects, powers, or clauses of this Article or any other Articles; but that the objects and powers specified in each of the clauses in this Article shall be regarded as independent objects and powers.

(L) Each shareholder of any class of stock of this corporation shall be entitled to full pre-emptive rights to purchase any unissued or treasury shares of the Corporation and any securities of the corporation convertible into or carrying a right to subscribe to or acquire shares of any such unissued or treasury shares.

**FILED**  
96 FEB 28 AM 9:34  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

**CERTIFICATE OF DESIGNATION OF  
REGISTERED AGENT/REGISTERED OFFICE.**

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: Electronic Claim Processing Systems, Inc.
2. The name and address of the registered agent and office is:  
Cecilia B. Wisniewski  
2861 Citron Drive  
Longwood, Florida, 32779

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.

Cecilia B. Wisniewski  
(signature)

2-27-96

(date)