/01/9 ein. ((H96 00010651))) ELECT TO: DIVISION OF CORPORATIONS COVER SHEET FROM: ICARD, MERRILL, CULLIE, TIMM, FUREN 2033 MAIN ST DEPARTMENT OF STATE STATE OF FLORIDA NUITE GOO 409 EAST GAINES STREET HARASOTA FL 34237-TALLAHASSEE, FL 32399 CONTACT: CHRISTOPHER K CASWELL 'AX: (904) 922-4000 (941) 366-6222 (941) 366-6384 PHONE: **FAX:** ((H96000010651))) DOCUMENT TYPE: FLORIDA PROFIT CORPORATION OR P.A. NAME: CHOICE! PROVIDER SERVICES, INC. FAX AUDIT NUMBER: 1196000010651 CURRENT STATUS: REQUESTED DATE REQUESTED: 08/01/1996 TIME REQUESTED: 09:51:00 CERTIFIED COPIES: 0 CERTIFICATE OF STATUS: 0 NUMBER OF PACES: 2 METHOD OF DELIVERY: FAX ESTIMATED CHARGE: \$70.00 ACCOUNT NUMBER: 072720000162 fote: Please print this page and use it as a cover sheet when submitting locuments to the Division of Corporations. Your document cannot be processed fithout the information contained on this page. Remember to type the Fax Audit number on the top and bottom of all pages of the document. (((H96000010651)))

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ARTICLES OF INCORPORATION OF

Choice! Provider Services, Inc.

ARTICLE 1. - NAME

The name of this corporation is Chuicel Provider Services, Inc.,

ARTICLE 2. - PRINCIPAL OFFICE: MAILING ADDRESS

The principal office and mailing address of the corporation shall initially be 6518 15th Street East, #2.25, Sarasota, FL 34243-3233 . The corporation may change its principal office and/or mailing address from time to time as permitted by law.

ARTICLE 3. - PURPOSE

This corporation is organized for the purpose of transacting any and all lawful business.

ARTICLE 4. - CAPITAL STOCK

This corporation is authorized to issue 10,000 shares of voting common stock with a par value of \$1.00 (One Dollar).

ARTICLE 5. - PREEMPTIVE RIGHTS

The holders of the common stock of the corporation shall not have preemptive rights to purchase additional shares.

ARTICLE 6. - INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial registered office of this corporation is 2033 Main Street, Suite 600, Sarasota, Fl. and the name of the initial registered agent of this corporation at that address is Chris Caswell.

ARTICLE 7. - INITIAL BOARD OF DIRECTORS

This corporation shall have the following directors initially. The number of directors may be either increased or diminished from time to time by the Bylaws, but shall never be less than one. The name and address of the initial director(s) of this corporation:

Hal Fitch

6515 15th Street East, #L28, Sarasota, FL 34243-3233

ARTICLE 8. - INCORPORATOR

The name and address of the Incorporator is: Hal Fitch, 6515 15th Street East, #1.28, Sarasota, FL 34243-

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ARTICLE 9. - CUMULATIVE VOTING

At each election for directors every shareholder entitled to vote in the election shall have the right to cumulate his votes by giving one caudidate as many votes as the number of directors to be elected at that time multiplied by the number of his shares, or by distributing the votes on the same principal among any number of the candidates.

ARTICLE 10. - INDEMNIFICATION

All officers and directors shall be indemnified by the corporation to the fullest extent permitted by law against all expenses and liabilities, including attorneys' fees reasonably incurred in connection with any threatened, pending or completed action, suit or proceeding or settlement thereof in which they may become involved as a party or otherwise by reason of holding such office. The corporation may purchase and maintain insurance on behalf of all officers and directors against any liability asserted against them or incurred by them in their capacity as officers and directors or srising out of their status as such.

The undersigned incorporator has executed these Articles of Incorporation on

ACCEPTANCE OF APPOINTMENT AS REGISTERED AGENT FOR

Choice! Provider Services, Inc.

Having been named to accept service of process for the above stated corporation, at the place designated in the corporation's Articles of Incorporation, I hereby acknowledge and accept the appointment and 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.

DATED:

Chris Caswell Registered Agent

#H96000010651

Oneco, FL 34264-1467

Tuesday 12 November 1996

Sarasota, FL 34243-3233

Division of Corporations
Florida Department of State
PO Box 6327
Tallahasee, FL 32314

Re: Certificate of Dissolution for Choice Provider Services, Inc.

Ref: Articles of Incorporation, document number P96000064397, 1 August 1996

FAX audit number H96000010851

Dear Sir or Madame:

Enclosed herewith for filling is an executed copy of the Certificate of Dissolution for Choice! Provider Services, Inc. and my personal check for \$35.00 for the filling fee. Please provide me with a copy of your normal notification of filling.

Thank you!

Yours truly,

Harold D. Fitch, Vr.

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CERTIFICATE OF DISSOLUTION

CHOICE! PROVIDER SERVICES, INC.

A Florida Corporation

11 November 1996

I, the President and Secretary of CHOICE! PROVIDER SERVICES, INC., in accordance with the requirements of the General Corporation Law of the State of Florida, and in order to obtain the dissolution of said corporation, as provided by said Law.

DO MEREBY CERTIFY AS FOLLOWS:

The registered office of CHOICEI PROVIDER SERVICES, INC. in the State of Florida is at 1215 Palm Avenue North, Sarasota, FL and the agent in charge thereof, upon whom process against this corporation may be served, is Chris Caswell.

The dissolution of said CHOICE! PROVIDER SERVICES, INC. has been duly authorized by unanimous written consent of the shareholders on 7 November 1996, which is sufficient for approval, in accordance with the provisions of Section 607.1402 and 607.1403 of the General Corporation Law of the State of Florida.

Harold D. Fitch, Jr. of 6515 15th Street East #L28, Sarasota, FL 34243-3233 is the sole director of the said corporation:

The following is a list of the names and residence addresses of the officers of the corporation:

NAME

OFFICE

RESIDENCE

Harold D. Fitch, Jr.

President and

6515 15th Street East #L28

Secretary

Sarasota, FL 34243-3233 6515 15th Street East #L28

Treasurer

Sarasota, FL 34243-3233

Susan L. Grove

Harold D. Fitch President and Secretary

References:

Document number: FAX audit number:

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