

10/16/96

FLORIDA DIVISION OF CORPORATIONS
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((H96000014531 3))

TO: DIVISION OF CORPORATIONS

FAX #: (904)922-4001

FROM: EMPIRE CORPORATE KIT COMPANY

ACCT#: 072450003255

CONTACT: RAY STORMONT

PHONE: (305)541-3694

FAX #: (305)541-3770

NAME: L & M BILLING, INC.

AUDIT NUMBER.....H96000014531

DOC TYPE.....FLORIDA PROFIT CORPORATION OR P.A.

CERT. OF STATUS..0

PAGES..... 4

CERT. COPIES.....1

DEL.METHOD.. FAX

EST.CHARGE.. \$122.50

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TALLAHASSEE, FLORIDA

10/16/96

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396A-4775

ARTICLES OF INCORPORATION
OF

L & M BILLING, INC.

H96000014531

④

The undersigned does hereby execute, acknowledge and file the following Articles of Incorporation for the purpose of creating a corporation under the laws of the state of Florida.

ARTICLE I

The name of the corporation shall be L & M BILLING, INC.

ARTICLE II

The principal place of business and mailing address of this corporation shall be 1920 N.E. 156th Street, North Miami Beach, Florida 33162.

ARTICLE III

This corporation's existence shall be effective on the date of subscription of these Articles, and the corporation shall have perpetual existence.

ARTICLE IV

The general purpose for which this corporation is organized is to transact any or all lawful business permitted under the laws of the state of Florida.

ARTICLE V

The aggregate number of shares which the corporation shall have authority to issue shall be as follows:

<u>Number of Shares Authorized</u>	<u>Par Value</u>	<u>Class of Stock</u>
1000	\$1.00	Common

All of said stock shall be payable in cash, property, real or personal, or labor or services in lieu of cash, at a just valuation to be fixed by the Board of Directors of this corporation.

Jeffrey W. Marks, Esq.
Florida Bar No. 155989
Marks Professional Building
1990 N.E. 153rd Street, Suite 205
Miami, Florida 33162-4854

Telephone (305) 940-1652

LAW OFFICES MARKS AND TRUPPMAN, P.A. • 1990 N.E. 153RD STREET, MIAMI, FLORIDA 33162 • TEL (305) 940-2882 FAX (305) 940-71

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ARTICLE VI

The street address of the initial registered office of this corporation and its initial registered agent are as follows:

<u>NAME</u>	<u>Address</u>
Jeffrey W. Marks	1990 N.W. 163rd Street Suite 203 Miami, Florida 33162

ARTICLE VII

This corporation shall have at least one director, with the exact number of directors to be specified by the shareholders from time to time unless the shareholders shall, by a majority vote hereafter, determine that the corporation be managed by the shareholders. The name and address of the director of the corporation, who shall hold office for the first year or until his successors are duly elected and qualified, shall be:

<u>NAME</u>	<u>Address</u>
Lee Marchan	1925 N.W. 154th Street North Miami Beach, Florida 33162

ARTICLE VIII

The name and address of the Incorporator is:

<u>NAME</u>	<u>Address</u>
Jeffrey W. Marks	1990 N.W. 163rd Street Suite 203 Miami, Florida 33162

ARTICLE IX

The private property of the shareholders shall not be subject to the payment of the corporate debts to any extent whatever. The corporation shall have a first lien on the shares of its shareholders and upon the dividends due them for any indebtedness of such shareholders to the corporation.

ARTICLE X

This corporation, by duly adopted action of the Board of Directors, may indemnify and insure its officers and directors to the extent permitted by law either now existing or hereafter enacted.

IN WITNESS WHEREOF, the undersigned, being the original incorporator of the above-named corporation, for the purpose of forming a corporation to do

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business both within and without the state of Florida, under the laws of Florida, does make and file these Articles, hereby declaring and certifying that the facts herein stated are true, and executes these Articles of Incorporation this 15th day of October, 1996.


JEFFREY W. MARKS, Incorporator

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

Pursuant to the provisions of Section 607.0501, Florida Statutes, L & M BILLING, INC., organized under the laws of the state of Florida, by and through its Incorporator, submits the following statement in designating the registered office/registered agent, in the state of Florida:

1. The name of the corporation is: L & M BILLING, INC.
2. The name and address of the registered agent and office is:

Jeffrey W. Marks, 1990 N.E. 163rd Street, Suite 205,
Miami, Florida 33162

L & M BILLING, INC.

BY 
JEFFREY W. MARKS, Incorporator

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.


JEFFREY W. MARKS

corporate@lhw.ark

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11/14/96

FLORIDA DIVISION OF CORPORATIONS
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P 2 3
1:50 PM

((H96000016121 1))

TO: DIVISION OF CORPORATIONS

FAX #: (904)922-4000

FROM: EMPIRE CORPORATE KIT COMPANY
CONTACT: RAY STORMONT
PHONE: (305)541-3694

ACCT#: 072450003255

FAX #: (305)541-3770

NAME: L & M BILLING, INC.

AUDIT NUMBER.....H96000016121

DOC TYPE.....BASIC AMENDMENT

CERT. OF STATUS..0

PAGES..... 2

CERT. COPIES.....1

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Raymond
Janda

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96 NOV 15 PM 5:01
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96 NOV 15 PM 5:16
TALLAHASSEE, FLORIDA
SECRETARY OF STATE

NOV-15-1996 16:47

EMPIRE CORPORATE KIT

P.01/03



FLORIDA DEPARTMENT OF STATE
Sandra B. Mortham
Secretary of State

November 14, 1996

L & M BILLING, INC.
1928 NE 154TH ST
NO MIAMI BEACH, FL 33162

SUBJECT: L & M BILLING, INC.
REF: P96000085360

We received your electronically transmitted document. However, the document has not been filed and needs the following corrections:

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If you have any questions concerning the filing of your document, please call (904) 487-6902.

Linda Stitt
Corporate Specialist

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ARTICLES OF AMENDMENT TO THE
ARTICLES OF INCORPORATION OF
L & M BILLING, INC.

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Pursuant to the provisions of the Florida Business Corporation Act,
the undersigned Corporation adopts the following Articles of Amendment to its
Articles of Incorporation:

1. The name of the corporation is L & M BILLING, INC.
2. The following amendment to the Articles of Incorporation was adopted by a majority of the Board of Directors of the Corporation on November 11, 1996, without shareholder action, such shareholder action not being required:

ARTICLE I

The name of the Corporation shall be MED PRO BILLING, INC.

3. The number of shares of the Corporation outstanding at the time of adoption was none and the number of shares entitled to vote thereon was none.

Dated: November 12, 1996

L & M BILLING, INC.

By Melissa Zacharias
MELISSA ZACHARIAS, Vice President

Attest Roslyn McGowan
ROSLYN MCGOWAN, Secretary

STATE OF FLORIDA :
COUNTY OF DADE :

The foregoing instrument was acknowledged before me this 12th day of November, 1996, by MELISSA ZACHARIAS and ROSLYN MCGOWAN, Vice President and Secretary, respectively, of L & M BILLING, INC., a Florida corporation, on behalf of the corporation and who did not take an oath.

Personally known to me X
AS TO ROSLYN MCGOWAN
Produced identification X
FLA. DRIVER'S LICENSE
Type of Identification
AS TO MELISSA ZACHARIAS

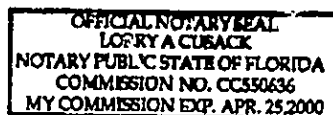
corporate\artamend.7

Jeffrey W. Marks
Florida Bar No. 156989
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Suite 205
Miami, Florida 33162

(305) 940-8652 / (305) 949-7592 FAX
LAW OFFICES MARKS AND TRUPPMAN, P.A. • 1990 N.E. 163RD STREET, MIAMI, FLORIDA 33162 • TEL: (305) 940-8652 FAX: (305) 949-7592

Notary Public
NOTARY PUBLIC, State of Florida

PRINTED NAME/COMMISSION NO.



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