

LAW OFFICES  
**DAVID L. JACOVITZ**  
Professional Association

P960000969/5

November 20, 1996

Division of Corporations  
Post Office Box 6327  
Tallahassee, FL 32314

Re: INTERNATIONAL MEDICAL SOFTWARE RESEARCH INC.

Dear Sirs:

Enclosed please find the original of Articles of Incorporation for the above-named corporation. We have also enclosed our firm check in the amount of \$70.00 which represents a filing fee. Please return a letter of confirmation.

If you have any questions regarding these enclosures, please do not hesitate to contact my office immediately.

Thank you for your assistance and cooperation in this matter.

Very truly yours

David L. Jacovitz

DLJ/s  
Enclosures

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\*\*\*\*\*70.00 \*\*\*\*\*70.00

FILED  
SECRETARY OF STATE  
DIVISION OF CORPORATIONS  
96 NOV 22 PM 1:04

43 South Atlantic Avenue  
Cocoa Beach, Florida 32931

(407) 784-6554 • FAX: (407) 799-1906

g/jak/hue

ARTICLES OF INCORPORATION  
OF

FILED  
SECRETARY OF STATE  
DIVISION OF CORPORATIONS

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INTERNATIONAL MEDICAL SOFTWARE RESEARCH, INC.

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The undersigned subscriber to these Articles of Incorporation of INTERNATIONAL MEDICAL SOFTWARE RESEARCH, INC., said subscriber being a natural person competent to contract, hereby forms a corporation under the laws of the State of Florida.

ARTICLE I. NAME

The name of the corporation shall be:

INTERNATIONAL MEDICAL SOFTWARE RESEARCH, INC.

The principal place of business of this corporation shall be

43 S. ATLANTIC AVENUE  
COCOA BEACH, FL 32931

ARTICLE II. NATURE OF BUSINESS

This corporation may engage or transact in any or all lawful activities or business permitted under the laws of the United States, the State of Florida or any other state, country, territory or nation.

ARTICLE III. CAPITAL STOCK

The maximum number of shares of stock that this corporation is authorized to have outstanding at any one time is 100 shares of common stock having a par value of \$1 per share.

RAYMOND SCOTT SPENCER, shall be issued 37.5 shares of common stock,

CARLOS D. ESTEVES, shall be issued 37.5 shares of common stock, and  
STEVEN J. JACOVITZ, shall be issued 25 shares of common stock.

#### ARTICLE IV. ADDRESS

The street address of the initial registered office of the corporation shall be 43 S. Atlantic Avenue , Cocoa Beach, Florida 32931, and the name of the initial registered agent of the corporation at that address is Steven J. Jacovitz.

#### ARTICLE V. TERM OF EXISTENCE

This corporation is to exist perpetually.

#### ARTICLE VI. SPECIAL PROVISION

It is the intent of the incorporator that the corporation will qualify as a Subchapter S corporation under the Internal Revenue Code. Such actions as are necessary will be taken by the appropriate officers to accomplish this compliance.

#### ARTICLE VII. OFFICERS

The names and addresses of the initial officer(s) of the corporation who shall hold office for the first year of the corporation, or until their successors are elected or appointed are:

RAYMOND SCOTT SPENCER, 364 DORSET DR., COCOA BEACH, FL 32806, who shall serve as President

CARLOS D. ESTEVES, 745 SCALLOP DR, CAPE CANAVERAL FL, 32920, who shall serve as Vice President

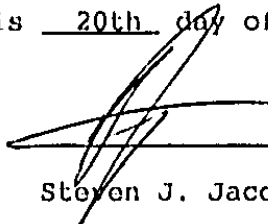
STEVEN J. JACOVITZ, 18 COUNTRY CLUB RD., COCOA BEACH, FL 32931, who shall serve as Treasurer/secretary.

ARTICLE IX. SUBSCRIBER

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The name and street address of the subscriber to the  
Articles of Incorporation is:  
Steven J. Jacovitz, 18 Country Club Rd, Cocoa Beach, Fl 32931,

IN WITNESS WHEREOF, the undersigned has hereunto  
set his hand and seal on this 20th day of November 1996 a s  
subscriber.



(SEAL)

Steven J. Jacovitz, as subscriber

STATE OF FLORIDA  
COUNTY OF (Brevard)

The foregoing instrument was acknowledged before me this 20th  
day of November 1996, by Steven J. Jacovitz, who is personally  
known to me or who has produced Florida Driver's License as  
identification and who did take an oath.



KATHERINE D. DIAMONDIS  
MY COMMISSION # CC458987 EXPIRES  
JUNE 4, 1999  
BONDED THRU TROY FAIR INSURANCE, INC

NOTARY PUBLIC:

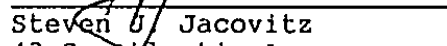
Sign: Katherine D. Diamondis

Print: \_\_\_\_\_

State of Florida at Large  
My Commission Expires:

ACCEPTANCE OF APPOINTMENT AS REGISTERED AGENT

Having been named to accept service of process for the above  
corporation at the place designated in the articles of  
incorporation, I agree to act in this capacity and I further state  
that I am familiar with and agree to comply with the terms of all  
statutes relative to the proper and complete performance of my  
duties.



Steven J. Jacovitz  
43 S. Atlantic Avenue  
Cocoa Beach, Florida 32931  
Registered Agent