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307 Airport Pulling Rd. North
P.O. Box 7128/Naples, FL 34101
(941) 643-6263 Fax (941) 643-5243

Attorneys at Law
RICHARD D. SPARKMAN
JEFFREY C. QUINN
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Law Offices

Sparkman, Quinn, P.A.

February 20, 1997

Corporate Records Bureau
Division of Corporations
Department of State
Post Office Box 6327
Tallahassee, Florida 32314

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-02/24/97--01106--007
****122.50 ****122.50

Re: DOCTOR REIMBURSEMENT SERVICES, INC.

Dear Sir:


In reference to the above, please find enclosed the following:

1. Articles of Incorporation of DOCTOR REIMBURSEMENT SERVICES, INC.
2. Designation of Registered Agent.
3. Check in the amount of \$122.50 covering the following:

a. Filing Fee	\$ 35.00
b. Registered Agent Fee	\$ 35.00
c. Certified Copy	\$ 52.50

Please file the original, certify the copy, and return same to this office.

Sincerely,


RICHARD D. SPARKMAN

RDS/tl

Enclosures as stated

FILED
97 FEB 24 AM 9:57
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

3/3/97
RD

ARTICLES OF INCORPORATION

OF

DOCTOR REIMBURSEMENT SERVICES, INC.

FILED
97 FEB 24 AM 9:58
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The undersigned subscriber, a natural person competent to contract, hereby presents these Articles of Incorporation for the formation of a corporation under the laws of the State of Florida.

ARTICLE ONE

NAME

The name of this corporation is DOCTOR REIMBURSEMENT SERVICES, INC.

ARTICLE TWO

DURATION

The duration of this corporation shall be perpetual.

ARTICLE THREE

PURPOSE

The purpose of this corporation is the transaction of any activity or business permitted under the laws of the United States and the State of Florida.

ARTICLE FOUR

STOCK

The corporation shall have authority to issue 7,500 shares of common stock consisting of one class only. The stock shall have a par value of \$1.00 per share.

ARTICLE FIVE

SUBSCRIBERS

The name and street address of the subscriber of the initial issue of stock under these Articles of Incorporation is Mona L.

Henry, 20430 Six L's Farm Road, Estero, Florida 33928.

ARTICLE SIX

REGISTERED OFFICE AND REGISTERED AGENT

The street address of the registered office shall be 307 Airport Pulling Road North, Naples, Florida 34104. The name of the initial registered agent at such address shall be Richard D. Sparkman, 307 Airport Pulling Road North, Naples, Florida 34104.

ARTICLE SEVEN

CORPORATION'S PRINCIPAL OFFICE

The corporation's principal address is 20430 Six L's Farm Road, Estero, Florida 33928.

ARTICLE EIGHT

MANAGEMENT

The corporation shall be managed by the shareholders of the corporation instead of a Board of Directors. .

ARTICLE NINE

INCORPORATORS

The name and address of the Incorporator is Mona L. Henry, 20430 Six L's Farm Road, Estero, Florida 33928.

ARTICLE TEN

AMENDMENTS

These Articles of Incorporation may be amended in the manner provided by law.

IN WITNESS WHEREOF, the undersigned has made and subscribed the foregoing Articles of Incorporation on this 19 day of ____

February 1997, in Naples, Collier County, Florida.

Dona L. Henry

FILED
19 FEB 24 AM 9:58
TALLAHASSEE
STATE OF FLORIDA

STATE OF FLORIDA

COUNTY OF COLLIER

Before me personally appeared MONA L. HENRY, known to me personally or identified to me by FL.D.L.# H560-552-58-525-0 as the person described in and who executed the foregoing instrument, and acknowledge to and before me that she executed said instrument for purposes therein expressed.

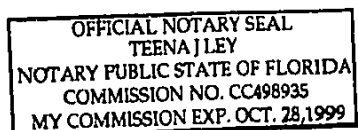
WITNESS my hand and official seal, this 19 day of February 1997.

Teena J.ley
Notary Signature

Printed Name _____

Seal: _____

Commission No. _____



DESIGNATION OF REGISTERED AGENT

MONA L. HENRY, the incorporator of DOCTOR REIMBURSEMENT SERVICES, INC. hereby designates Richard D. Sparkman of 307 Airport Pulling Road North, Naples, Florida 34104, to be the registered agent of DOCTOR REIMBURSEMENT SERVICES, INC. and Richard D. Sparkman by and through this document, hereby accepts the appointment to be registered agent of DOCTOR REIMBURSEMENT SERVICES, INC.

Mona L. Henry
Incorporator

[Signature]

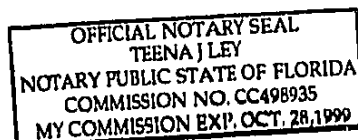
SWORN TO and subscribed before me on this 19 day of February, 1997.

FL. D.C. # M560-552-58525-0
ad to mona L. Henry

Teena J. Ley
Notary Public

Personally known to
me as to Richard
D. Sparkman

Printed Name of Notary
Seal:
My Commission Expires:



FILED
97 FEB 24 AM 10:58
TALLAHASSEE COUNTY FLA

FILED
97 FEB 24 AM 9:58
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

WRITTEN ACCEPTANCE BY REGISTERED AGENT FOR
DOCTOR REIMBURSEMENT SERVICES, INC.

I HEREBY am familiar with and accept the duties and responsibilities as registered agent for said corporation.



RICHARD D. SPARKMAN

SWORN TO and subscribed before me on this 19 day
of February, 1997.



Notary Public

Personally known
to me

Printed Name of Notary Public
Seal:
My Commission Expires:

OFFICIAL NOTARY SEAL
TEENA J. LEY
NOTARY PUBLIC STATE OF FLORIDA
COMMISSION NO. CC498935
MY COMMISSION EXPI. OCT. 28, 1999