

P97000019204



ACCOUNT NO. : 072100000032

REFERENCE : 277851, 123706A

AUTHORIZATION :

Patricia P. [signature]

COST LIMIT : \$ 70.00

ORDER DATE : February 28, 1997

ORDER TIME : 3:10 PM

ORDER NO. : 277851-005

CUSTOMER NO: 123706A

CUSTOMER: Michael Wilson, Esq
DAVID E. OLMSTED, P.A.

Suite 101
18501 Murdock Circle
Port Charlotte, FL 33948

800002101868--B

DOMESTIC FILING

NAME: MED-CLAIMS OF SOUTHWEST
FLORIDA, INC.

EFFECTIVE DATE:

XX ARTICLES OF INCORPORATION
 CERTIFICATE OF LIMITED PARTNERSHIP

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

 CERTIFIED COPY
XX PLAIN STAMPED COPY
 CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Tonya C. Holliday

EXAMINER'S INITIALS: _____

FILED
97 FEB 28 AM 10:48
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

RECEIVED
96 FEB 28 PM 4:18
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

K.R. MAR - 3 1997

ARTICLES OF INCORPORATION
OF
MED-CLAIMS OF SOUTHWEST FLORIDA, INC.

97 FEB 28 AM 10:48
FILED
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLE I - NAME

The name of this corporation is MED-CLAIMS OF SOUTHWEST FLORIDA, INC.

ARTICLE II - DURATION

This corporation shall have perpetual existence, commencing on the date of filing of these Articles.

ARTICLE III - PURPOSE

This corporation is organized for the purpose of engaging in any activity or business permitted under the laws of the United States and the State of Florida.

ARTICLE IV - CAPITAL STOCK

This corporation is authorized to issue ONE HUNDRED (100) shares of ONE DOLLAR (\$1.00) par value common stock, which shall be designated "common shares".

**ARTICLE V - PREFERENCE, LIMITATIONS AND
RELATIVE RIGHTS OF SHARES OF CAPITAL STOCK**

Section 1. Voting Rights. Except as otherwise provided by law, the entire voting power for the election of directors and for all other purposes shall be vested exclusively in the holders of outstanding common stock. At each election for directors, every shareholder entitled to vote at such election shall have the right to vote, in person, or by proxy, the number of shares owned by him for as many persons as there are directors to be elected at that time and for whose election he has a right to vote or to accumulate his votes by giving one candidate as many votes as the number of directors to be elected at that time multiplied by the number of his shares, or by distributing such votes on the same principal among any number of such candidates.

Section 2. Pre-emptive Rights. Every shareholder, upon the sale for cash of any new stock of this corporation of the same kind, class or series as that which he already holds, shall have the right to purchase his pro-rata share thereof as nearly as may be done without issuance of fractional shares at the price at which it is offered to others.

ARTICLE VI - INITIAL PRINCIPAL OFFICE AND AGENT

The street address of the initial principal office of this corporation is 21216 Argyle Avenue, Port Charlotte, FL 33954, and the name of the initial registered agent of this corporation at that address is KATHY C. McDOWELL.

ARTICLE VII - INITIAL BOARD OF DIRECTORS

This corporation shall have Three (3) directors initially. The number of directors may be increased or diminished from time to time as provided in the By-Laws, but shall never be less than one (1). The names and addresses of the initial directors of this corporation are:

<u>NAME</u>	<u>ADDRESS</u>
HARRIET W. RUSSELL	1068 Somerset Street Port Charlotte, FL 33952
KATHY C. McDOWELL	21216 Argyle Street Port Charlotte, FL 33954
BARBARA A. GRUCELLA	22220 Montrose Avenue Port Charlotte, FL 33952

ARTICLE VIII - INCORPORATORS

The name and address of the persons signing these Articles are:

<u>NAME</u>	<u>ADDRESS</u>
HARRIET W. RUSSELL	1068 Somerset Street Port Charlotte, FL 33952
KATHY C. McDOWELL	21216 Argyle Street Port Charlotte, FL 33954
BARBARA A. GRUCELLA	22220 Montrose Avenue Port Charlotte, FL 33952

ARTICLE IX - BY-LAWS

The power to adopt, alter, amend or repeal By-Laws shall be vested in the Board of Directors and the shareholders; however, any By-Laws adopted by the shareholders, with specific provision providing that such By-Laws shall not be altered,

amended or repealed by the Board of Directors, shall be effective to prevent such By-Laws being amended, altered or repealed by said Board of Directors.

ARTICLE X - AMENDMENTS

This corporation reserves the right from time to time to amend, alter, repeal, or to add any provision to its Articles of Incorporation in any manner now or hereafter prescribed by the provisions of Chapter 607 of Florida Statutes or any amendment thereto or by the provisions of any other applicable statute of the State of Florida; and all rights conferred upon stockholders by these Articles of Incorporation, or any amendment hereto, are granted, subject to this reservation.

IN WITNESS WHEREOF, the undersigned Incorporators have executed these Articles of Incorporation this 25th day of February, 1997.

Harriet W. Russell

Harriet W. Russell

Kathy C. McDowell

Kathy C. McDowell

Barbara A. Grucella

Barbara A. Grucella

**CERTIFICATE DESIGNATING PLACE OF BUSINESS OR DOMICILE FOR THE
SERVICE OF PROCESS WITHIN THIS STATE, NAMING AGENT UPON WHOM
PROCESS MAY BE SERVED.**

* * * * *

Pursuant to Section 607.0501 of the Florida Business Corporation Act, the following
is submitted:

That MED-CLAIMS OF SOUTHWEST FLORIDA, INC., desiring to organize under
the laws of the State to Florida with its principal office, as indicated in the Articles of
Incorporation, at 21216 Argyle Street, Port Charlotte, County of Charlotte, State of Florida,
has named KATHY C. McDOWELL located at 21216 Argyle Avenue, Port Charlotte,
County of Charlotte, State of Florida, as its agent to accept service of process within this
State.

ACKNOWLEDGMENT:

Having been named to accept service of process for the above-stated corporation, at
place designated in this certificate, I hereby accept to act in this capacity, and agree to
comply with the provision of said Act relative to keeping open said office.

Dated this 25th day of February, 1997.

Kathy C. McDowell
Kathy C. McDowell

FILED
97 FEB 28 AM 10:49
SECRETARY OF STATE
TALLAHASSEE, FLORIDA