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HOWARD S. REISS  
RANDY HILLMAN  
ADAM B. REISS

April 29, 1997

REPLY TO:  
POST OFFICE BOX 2308  
ORLANDO, FLORIDA 32802

Secretary of State  
Division of Corporations  
Department of State  
Post Office Box 6327  
Tallahassee, Florida 32314

300002162279--1  
-05/01/97--01091--001  
\*\*\*\*122.50 \*\*\*\*122.50

Re: Disability Management Specialists, Inc.

Dear Sir/Madam:

Please find enclosed the original and one copy of the Articles of Incorporation for the above-referenced corporation. Also enclosed is a check in the amount of \$122.50 to cover the cost of filing the enclosed Articles of Incorporation.

After the enclosed is filed, please forward a certified copy to me as the corporation's attorney.

Very truly yours,

  
Randy Hillman

RH/mw  
Enclosures

FILED  
97 MAY -1 PM 3:10  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

ARTICLES OF INCORPORATION  
OF  
DISABILITY MANAGEMENT SPECIALISTS, INC.

FILED  
97 MAY -1 PM 3:11  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

ARTICLE I

CORPORATE NAME

The name of the corporation is DISABILITY MANAGEMENT SPECIALISTS, INC.

ARTICLE II

NATURE OF BUSINESS AND POWERS

The general nature of the business to be transacted by this Corporation is to engage in any and all business permitted under the laws of the United States and Florida.

ARTICLE III

CAPITAL STOCK

The maximum number of shares of stock that this Corporation is authorized to have outstanding at any one time is 7500 shares of common stock having a par value of One Dollar (\$1.00) per share.

ARTICLE IV

TERM OF EXISTENCE

This Corporation shall have perpetual existence commencing upon filing of these articles.

## **ARTICLE V**

### **REGISTERED AGENT AND INITIAL REGISTERED OFFICE**

The Registered Agent and the street address of the Initial Registered Office of this Corporation in the State of Florida shall be:

Randy Hillman  
203 E. Hillcrest Street  
Orlando, Florida 32801

The Board of Directors from time to time may move the Registered Office to any other address in the State of Florida.

## **ARTICLE VI**

### **BOARD OF DIRECTORS**

This Corporation shall have one Director initially. The number of Directors may be increased or diminished from time to time as provided by the bylaws adopted by the Directors, but shall never be less than one.

## **ARTICLE VII**

### **PRINCIPAL OFFICE OF CORPORATION**

The location of the principal office of the corporation shall be:

1384 Deer Lake Circle  
Apopka, Florida 32712

**ARTICLE VIII**

**INITIAL DIRECTOR**

The name of the Initial Director of this Corporation and her street address is:

PATRICIA MEIFERT  
1384 Deer Lake Circle  
Apopka, Florida 32712

The person named as the Initial Director shall hold office for the first year of existence of this Corporation or until her successor is elected or appointed and has qualified, whichever first occurs.

**ARTICLE IX**

**INCORPORATOR**

The name and street address of the person signing these Articles of Incorporation as the Incorporator is:

PATRICIA MEIFERT  
1384 Deer Lake Circle  
Apopka, Florida 32712

**ARTICLE X**

**PREEMPTIVE RIGHTS GRANTED**

Each shareholder of any class of stock of this corporation shall be entitled to full preemptive rights to purchase his or her pro rata share of any unissued or treasury shares of the corporation of the same kind, class or series as that which he or

she already holds, and any securities of the corporation convertible into or carrying a right to acquire shares of any such unissued or treasury shares at the price at which it is offered to others.

#### ARTICLE XI

##### AMENDMENT

This Corporation reserves the right to amend, alter, change or repeal any provisions contained in these Articles of Incorporation in the manner now or hereafter prescribed by statute.

IN WITNESS WHEREOF, the undersigned Incorporator has executed these Articles of Incorporation this 24<sup>th</sup> day of April, 1997.

Patricia Meifert  
PATRICIA MEIFERT

STATE OF FLORIDA )  
COUNTY OF ORANGE )

The foregoing Articles of Incorporation of DISABILITY MANAGEMENT SPECIALISTS, INC., acknowledged before me this 24<sup>th</sup> day of April, 1997, by PATRICIA MEIFERT, Incorporator, who is personally known to me or who has produced as identification: DRIVERS LICENSE and who ~~did~~ did not take an oath.

Randy Hillman  
NOTARY PUBLIC  
My Commission Expires:



RANDY ELLIS HILLMAN  
My Commission CC303409  
Expires Aug. 19, 1998  
Bonded by HAI  
800-422-1555

Acceptance of Service

Having been named to accept service of process for DISABILITY MANAGEMENT SPECIALISTS, INC., at the place designated in the Articles of Incorporation, RANDY HILLMAN agrees to act in this capacity, and agrees to comply with the provisions of Section 48.091 relative to keeping open such office.

  
\_\_\_\_\_  
RANDY HILLMAN

FILED  
97 MAY -1 PM 3:11  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA