

P97000045657

J & M Tax Service, Inc.

Prompt - Personal - Professional
2263 NW Boca Raton Blvd. Suite 205 Boca Raton, FL 33431
(407) 750-8299 FAX (407) 750-8330

May 15, 1997

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-05/21/97--01051--012
****122.50 ****122.50

Department of State
Division of Corporations
409 Gaines Street
Tallahassee, Florida 32399

Dear Sirs:

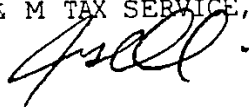
Enclosed is the Articles of Incorporation for ACCUMED SERVICES, INC. with our check for \$122.50.

The corporate name shall read ACCUMED SERVICES, INC.
Please process promptly and return to our office.

Thank you for your assistance.

Sincerely,

J & M TAX SERVICE, INC.



James G. Mullin, V.P.

FILED
97 MAY 21 PM 1:20
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

mc 5/22/97

CERTIFICATE AND ACKNOWLEDGEMENT
OF REGISTERED AGENT

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS

CERTIFICATE OF REGISTERED AGENT

97 MAY 21 PM 1:17

OF

TROPICAL VIDEO INC.

(name of corporation)

Pursuant to Florida Statutes Sections 48.091 and 607.0501, the following is submitted:

The above corporation, desiring to organize under the laws of the State of Florida with
its registered office as indicated in the Articles of Incorporation

at 114 W. Indian River Blvd.
Edgewater, Fla. 32141

has named James L. Pippin

located at the aforesaid address, as its Registered Agent to accept service of process
within this state.

ACKNOWLEDGEMENT

Having been named as Registered Agent to accept service of process for the above
stated corporation at the place designated in this certificate, and being familiar with
the obligations of that position, I hereby accept to act in this capacity, and agree to
comply with the provisions of Florida Law in keeping open said office.

James L. Pippin
(registered agent)

FILED

97 MAY 21 PM 1:20

**SECRETARY OF STATE
TALLAHASSEE, FLORIDA**

**ARTICLES OF INCORPORATION
OF
ACCUMED SERVICES, INC.**

The undersigned, for the purpose of forming a corporation under the Florida Professional Service Corporation Act, hereby adopts the following Articles of Incorporation:

**ARTICLE I
NAME**

The name of this corporation is ACCUMED SERVICES, INC.

**ARTICLE II
PURPOSE**

This corporation is organized for the purpose of providing medical billing and transcription services, collect outstanding balances, post all billing entries, correspond with insurance carriers and all other related activities permitted under the laws of the State of Florida and the United States of America.

**ARTICLE III
CAPITAL STOCK**

This corporation is authorized to issue One Thousand (1,000) shares of \$1.00 par value common stock.

**ARTICLE IV
TERMS OF EXISTENCE**

This corporation is to exist perpetually.

**ARTICLE V
OFFICERS DIRECTORS**

The business and affairs of this corporation shall be managed and shall be under the direction of the officers and directors of this corporation. The officers and directors may take action by written consent without a meeting as provided by law and may participate in meetings by means of conference as provided by law. The name of the initial officer and director of this corporation is:

Toni Falcone 218 2nd Way, West Palm Beach, Fl 33407

**ARTICLE VI
BY-LAWS**

The power to adopt, alter, amend or repeal By-Laws shall be vested in the Board of Directors of this corporation.

**ARTICLE VII
INITIAL REGISTERED AGENT**

The name of the initial Registered Agent of this corporation is James G. Mullin, 2263 N.W. Boca Raton Blvd., #205, Boca Raton, Florida 33431.

**ARTICLE VIII
INDEMNIFICATION**

This corporation shall indemnify any Officer or Director, or any former Officer or Director, to the full extent permitted by law.

**ARTICLE IX
CORPORATE ADDRESS**

The initial address in the State of principal office of the corporation shall be:

218 2nd Way, West Palm Beach, Fl 33407.

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

**ARTICLE X
AMENDMENT**

The corporation reserves the right to amend or repeal any provisions contained in the Articles of Incorporation, or any amendment to them, and any right conferred upon the shareholder is subject to this reservation.

**ARTICLE XI
SUB-CHAPTER S CORPORATION**

This corporation may elect to be treated as a Sub-Chapter S Corporation as defined by the Internal Revenue Code.

ARTICLE XII
INCORPORATOR

The names and addresses of the persons signing these Articles of Incorporation are:

TONI FALCONE 218 2ND WAY, WEST PALM BEACH, FL 33407

IN WITNESS WHEREOF, the undersigned has executed these Articles of Incorporation this 15 day of MAY, 1997.

Toni Falcone

STATE OF FLORIDA)
COUNTY OF PALM BEACH)

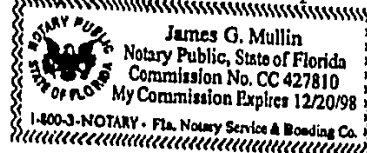
BEFORE ME, a Notary Public authorized to take acknowledgments, in the State and County aforesaid, personally appeared TONI FALCONE, known to me and known by me to be the person who executed the foregoing Articles of Incorporation, and she acknowledged before me that she executed same for the purposes there expressed.

IN WITNESS HEREOF, I have hereunto set my hand and affixed my official seal, in the State and County aforesaid this 15 of MAY, 1997.

James G. Mullin

Notary Public, State of Florida
at Large

My Commission Expires:



CERTIFICATE DESIGNATING
REGISTERED AGENT/REGISTERED OFFICE

Pursuant to the provisions of Section 607.325, Florida Statutes, the undersigned corporation, organized under the laws of the State of Florida, submits the following statement in designating office/registered agent, in the State of Florida.

1. The name of the Corporation is: ACCUMED SERVICES, INC.
2. The name and address of the registered agent and office is:
JAMES G. MULLIN, 2263 NW Boca Raton Blvd., #205, Boca Raton, FL 33431.

SIGNATURE

Tom Falcone
(Corporate Officer)

TITLE:

President

DATE:

5/15/97

HAVING BEEN NAMED TO ACCEPT SERVICE OF PROCESS FOR THE ABOVE STATED CORPORATION, AT THE PLACE DESIGNATED IN THIS CERTIFICATE, I HEARBY AGREE TO ACT IN THIS CAPACITY AND I FURTHER AGREE TO COMPLY WITH THE PROVISIONS OF ALL STATUTES RELATIVE TO THE PROPER AND COMPLETE PERFORMANCE OF MY DUTIES, AND I ACCEPT THE DUTIES AND OBLIGATIONS OF SECTION 607.325 FLORIDA STATUTES.

SIGNATURE:

James G. Mullin
(Registered Agent)

DATE:

5/15/97

FILED
97 MAY 21 PM 1:21
SECRETARY OF STATE
TALLAHASSEE, FLORIDA