

P97000074985

DIVISION OF CORPORATIONS  
409 E. GAINES STREET  
TALLAHASSEE, FL 32399

600002278756--2  
-08/27/97--01090-021  
\*\*\*\*\*78.75 \*\*\*\*\*78.75

ENCLOSED IS A CHECK FOR THE FILING FEE OF NEW CORPORATION

ELECTRONIC MEDICAL BILLING ASSOCIATES INC.

THE FEES INCLUDE \$70.00 FILING FEE  
8.75 CERTIFICATE OF STATUS

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TOTAL ENCLOSED \$78.75  
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**PREPARER:**  
HARRY M. BERMAN  
8135 MIZNER LANE  
BOCA RATON, FL 33433  
561-470-0277

FILED  
SECRETARY OF STATE  
DIVISION OF CORPORATIONS  
97 AUG 27 PM 3:05

Harry GAVE  
AUTHORIZATION BY PHONE TO  
CORRECT add corp suffix  
DATE 8/28/97  
DOC. EXAM ST

W97-20001  
ST  
8/28

FILED  
SECRETARY OF STATE  
DIVISION OF CORPORATIONS  
97 AUG 27 PM 3:05

**ARTICLES OF INCORPORATION**

**OF**

**ELECTRONIC MEDICAL BILLING ASSOCIATES INC.**

**ARTICLE I**

**CORPORATE NAME**

The name of this Corporation shall be:

**ELECTRONIC MEDICAL BILLING ASSOCIATES INC.**

**ARTICLE II**

**NATURE OF CORPORATION BUSINESS**

The Corporation may engage in any activity or business permitted under the laws of the United States and under the laws of the State of Florida.

**ARTICLE III**

**CAPITAL STOCK**

This Corporation is authorized to issue a maximum of 100 shares of stock. The shares of stock authorized shall be common stock having a par value of One (\$1.00) dollar per share. The consideration to be paid for each share of stock shall be fixed by the Board of Directors.

**PREPARER:**

HARRY M. BERMAN  
8135 MIZNER LANE  
BOCA RATON, FL 33433  
561-470-0277

#### **ARTICLE IV**

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

The Corporation's initial Registered Agent and Registered Office in the State of Florida shall be:

**Marlene Berman**

**8135 Mizner Lane**  
**Boca Raton, FL 33433**

#### **ARTICLE V**

##### **INITIAL DIRECTORS**

The name and post office address of each member of the first Board of Directors are:

**Marlene Berman, President**

**8135 Mizner Lane**  
**Boca Raton, FL 33433**

**Harry M. Berman, Vice President**

**8135 Mizner Lane**  
**Boca Raton, FL 33433**

The members of the first Board of Directors shall hold office until the first organizational meeting of the stockholders and Directors of the Corporation.

#### **ARTICLES VI**

##### **BOARD OF DIRECTORS**

The number of Directors may be altered from time to time by By-Laws adopted by the shareholders. However, the Corporation shall have no less than one (1) nor more than Five (5) Directors at any time.

**ARTICLE VII**  
**INCORPORATORS**

The name and post office address of each Incorporator executing these Articles of Incorporation is as follows:

<b><u>Incorporator:</u></b>	<b><u>Address:</u></b>
<b><u>Marlene Berman-President</u></b>	<b><u>8135 Mizner Lane</u></b> <b><u>Boca Raton, FL 33433</u></b>

**ARTICLE VIII**  
**COMMENCEMENT DATE**

Corporate existence will commence upon the filing of Articles of Incorporation and shall exist perpetually.

**ARTICLE IX**  
**MAILING ADDRESS**

The principal address of the Corporation, **ELECTRONIC MEDICAL BILLING ASSOCIATES** is also the mailing address of said corporation:  
**INC.**

**8135 Mizner Lane**  
**Boca Raton, FL 33433**

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The UNDERSIGNED Incorporators, for the purposes of forming a Corporation to do business within the State of Florida, do make and file these Articles of Incorporation, hereby declaring and acknowledging that these facts herein stated are true.

*Marlene Berman President*  
**Marlene Berman-President, Dir.**

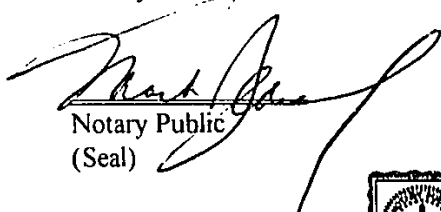
**STATE OF FLORIDA**

**COUNTY OF PALM BEACH**

BE IT REMEMBERED that on this day before me, a Notary Public duly authorized in the State and County named above to take acknowledgments, personally appeared **Marlene Berman** to me known to be the person described as Incorporator in the foregoing Articles of Incorporation, and they acknowledge before me that they executed said Articles of Incorporation.

WITNESS my hand and official seal at **PALM BEACH, BOCA RATON**

County and State of **FLORIDA** this **26th** day of **August, 1997**

  
Notary Public  
(Seal)

My Commission Expires: **2-18-2000**



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

In pursuance of Chapter 48.091, Florida Statutes, the following is submitted in compliance with said act:

FILED  
SECRETARY OF STATE  
DIVISION OF CORPORATIONS  
97 AUG 27 PM 3:05

First - That ELECTRONIC MEDICAL BILLING ASSOCIATES INC.

describing to organize under the laws of the State of Florida with its principal office,

as indicated in the Articles of Incorporation at city of FT. LAUDERDALE County of

PALM BEACH, State of FLORIDA has named Marlene Berman

LOCATED AT 8135 MIZNER LANE

City of BOCA RATON, County of PALM BEACH,

State of Florida, as its agent to accept service of process within this State.

**(ACKNOWLEDGMENT) (MUST BE SIGNED BY DESIGNATED AGENT)**

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

By: Marlene Berman, Agent  
**Marlene Berman Agent**