

P 97000091342

Jeffrey Kieban
Requestor's Name
Physicians Processing
Address
325 Long Shadows Ct
City/State/Zip Phone #
06066, FL 34761

Office Use Only

CORPORATION NAME(S) & DOCUMENT NUMBER(S), (if known):

1. _____ (Corporation Name) (Document #) 2000002327272--5
-10/22/97--01102--009
2. _____ (Corporation Name) (Document #) *****122.50 *****122.50
3. _____ (Corporation Name) (Document #)
4. _____ (Corporation Name) (Document #)

- ☐ Walk in ☐ Pick up time _____ ☐ Certified Copy
☐ Mail out ☐ Will wait ☐ Photocopy ☐ Certificate of Status

NEW FILINGS	
<input type="checkbox"/>	Profit
<input type="checkbox"/>	NonProfit
<input type="checkbox"/>	Limited Liability
<input type="checkbox"/>	Domestication
<input type="checkbox"/>	Other

AMENDMENTS	
<input type="checkbox"/>	Amendment
<input type="checkbox"/>	Resignation of R.A., Officer/ Director
<input type="checkbox"/>	Change of Registered Agent
<input type="checkbox"/>	Dissolution/Withdrawal
<input type="checkbox"/>	Merger

OTHER FILINGS	
<input type="checkbox"/>	Annual Report
<input type="checkbox"/>	Fictitious Name
<input type="checkbox"/>	Name Reservation

REGISTRATION/ QUALIFICATION	
<input type="checkbox"/>	Foreign
<input type="checkbox"/>	Limited Partnership
<input type="checkbox"/>	Reinstatement
<input type="checkbox"/>	Trademark
<input type="checkbox"/>	Other

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TALLAHASSEE, FLORIDA

ARTICLES OF INCORPORATION
OF
PHYSICIANS PROCESSING of FLORIDA, INC.

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TALLAHASSEE, FLORIDA

ARTICLE I

NAME and MAILING ADDRESS

The name of the corporation shall be:

PHYSICIANS PROCESSING of FLORIDA, INC.

and its principal office and mailing address is:

325 Longshadows Court
Ocoee, Florida 34761-4746

Its business shall be carried on in the State of Florida, in the United States of America and elsewhere, as may be authorized by its Board of Directors.

ARTICLE II

DURATION

The duration of the corporation shall be perpetual.

ARTICLE III

NATURE OF BUSINESS

The general nature of the business to be transacted by the corporation shall be:

SECTION I: To engage in the business of medical billing and management services.

SECTION II: To generally engage in, do and perform any enterprise, act or vocation that a natural person might do or perform.

SECTION III: To engage in and carry on any business or businesses and every act or deed pertaining thereto, either directly or indirectly, which is not prohibited by the laws of the State of Florida, and to so engage in and carry on said business or businesses in Florida, or in any other State in the United States or in any foreign country. To do any and all things necessary, suitable, useful, proper or admissible for the accomplishment of any one of the purposes or for the attainment of any of the objects or further exercise of the powers herein set forth, whether herein specified or not, either alone or in connection with other firms, individuals or corporations, whether in this state or throughout the United States and elsewhere.

ARTICLE IV

CAPITAL STOCK

The maximum number of shares of stock this corporation is authorized to have outstanding at any time, shall be 1,000 shares of Five (\$5.00) Dollars par value, unless duly changed in accordance with the laws of the State of Florida. It is the intention of this corporation that the stock issued shall qualify as "Section 1244 stock", as such term is defined in the Internal Revenue Code and the Regulations issued thereunder. The consideration to be paid for each share of stock shall be fixed by the Board of Directors.

ARTICLE V

RESTRICTIVE STOCK AGREEMENTS

Shareholders may enter into agreements with the corporation or with each other to control or restrict the transfer of stock, and such agreements may take the form of options, rights of first refusal, buy-sell agreements or any other lawful form of agreement.

ARTICLE VI

ADDITIONAL POWERS

Any unissued stock or such additional authorized issue of new stock or of other securities convertible into stock, may be issued and disposed of pursuant to resolution

of the Board of Directors to such persons, firms, corporations or associations and upon such terms as may be deemed advisable by the Board of Directors in the exercise of their discretion.

ARTICLE VII

PREEMPTIVE 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 VII

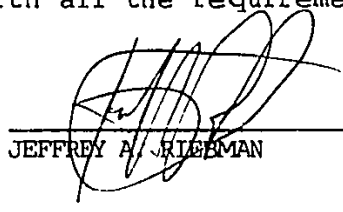
INITIAL REGISTERED AGENT AND OFFICE

The corporation's initial registered agent and registered office is as follows:

JEFFREY A. RIEBMAN
325 Longshadows Court
Ocoee, FL 34761-4746

Acknowledgment and Consent of Registered Agent:

Having been named Registered Agent to accept service of process on the corporation at the initial Registered Office designated in these Articles of Incorporation, I hereby accept such status and consent to act in this capacity and agree to comply with all the requirements of law pertaining thereto.


JEFFREY A. RIEBMAN

ARTICLE IX

INITIAL BOARD OF DIRECTORS

SECTION I: The number of Directors constituting the initial Board of Directors is 2.

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TALLAHASSEE, FLORIDA

SECTION II: The name and address of each of the members of the first Board of Directors is as follows:

JEFFREY A. RIEBMAN 325 Longshadows Court
 Ocoee, FL 34761-4746

STEPHEN A. LEVIN 6342 Marlberry Drive
 Orlando, FL 32819-4137

SECTION III: The number of Directors may be increased or diminished from time to time in accordance with the By-Laws.

ARTICLE X

INDEMNIFICATION OF OFFICERS, DIRECTORS, EMPLOYEES AND AGENTS

The corporation shall indemnify any Director or Officer, and shall have the power to indemnify any employee, agent or other person who was or is a party or is threatened to be made a party, to any threatened, pending or completed action, suit or proceeding, whether civil, criminal, administrative or investigative, by reason of the fact that he was or is acting on behalf of, or at the request of the corporation. Such indemnification may take the form of court costs, attorneys' fees or other expenses incurred by such persons involved in such action, suit or proceeding.

ARTICLE XI

AMENDMENT

These Articles of Incorporation may be amended or repealed by an affirmative vote of a majority of the shareholders of the corporation at any meeting called expressly for that purpose, and all rights conferred on shareholders hereunder are granted, subject to this reservation.

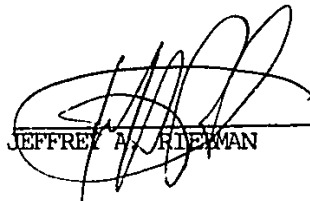
ARTICLE XII

INCORPORATORS

The names and addresses of each of the subscribers to these Articles of Incorporation and the number of shares of stock which each agrees to take are:

<u>NAME</u>	<u>ADDRESS</u>	<u>SHARES</u>
JEFFREY A. RIEBMAN	325 Longshadows Court Ocoee, FL 34761-4746	10

IN WITNESS WHEREOF, I have hereunto set my hand and seal this _____ day of October, 1997.

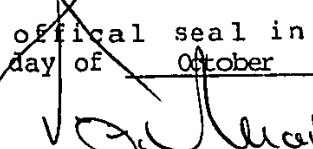


JEFFREY A. RIEBMAN (SEAL)

STATE OF FLORIDA)
) SS:
COUNTY OF Orange.)

I HEREBY CERTIFY that on this day before me, a Notary Public duly authorized in the State and County above named to take acknowledgements, personally appeared _____, to me well known and known to be the person described as Incorporated and who executed the foregoing Articles of Incorporation, and acknowledged before me that he subscribed to these Articles of Incorporation.

WITNESS my hand and official seal in the State and County named above, this 21st day of October, 1997.



NOTARY PUBLIC
STATE OF FLORIDA

My Commission Expires: 2000

