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March 21, 1998

Corporate Records Bureau
Department of State
Division of Corporations
Post Office Box 6327
Tallahassee, Florida 32314

100002469341 ---7
-03/26/98--01070--003
****122.50 ****122.50

Re: Articles of Incorporation/
Healthcare Integrity Specialists, Inc.

Dear Sir/Madame:

Enclosed please find the original plus one copy of the Articles of Incorporation and the Registered Agent Certificate for the above-captioned corporation together with our check in the amount of \$122.50 for filing and certification fees. Please return the certified copies of each to our office.

Thank you for your cooperation.

Sincerely,

Robert W. McClure
Robert W. McClure, Esq.

Enclosures

RWM/rm

Bob McClure GAVE
AUTHORIZATION BY PHONE TO
CORRECT *Change article II* - March 26, 1998
DATE *3/27*
DOC. EXAM *213*

FILED
98 MAR 26 AM 8:24
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

**ARTICLES OF INCORPORATION
OF
HEALTHCARE INTEGRITY SPECIALISTS, INC.**

In compliance with the requirements of F.S. Chapter 607, the undersigned, being a natural person, does hereby act as an incorporator in adopting and filing the following articles of incorporation for the purpose of organizing a business corporation.

ARTICLE I

The name of the corporation ("Corporation") is Healthcare Integrity Specialists, Inc.

ARTICLE II

The existence of the corporation shall begin on March 26, 1998.

ARTICLE III

The street address of the principal office of the Corporation is 3050 N. Horseshoe Drive, Suite 100, Naples, Florida 34104-7908.

ARTICLE IV

The maximum number of shares this Corporation is authorized to issue is 100,000 at a par value of \$.10 per share, all of which shall be Common Shares. All Common Shares shall be identical with each other in every respect and the holders of Common Shares shall be entitled to one vote for each share on all matters on which shareholders have the right to vote.

ARTICLE V

The initial street address of the Corporation's registered office is 3050 N. Horsehoe Drive, Suite 100, Naples, Florida 34104-7908. The initial registered agent for the Corporation at that address is Thomas J. Conwell.

ARTICLE VI

The initial board of directors shall consist of two members. The names and address of the persons who will serve on the initial board of directors are:

Norman Gilvey
2916 Turning Mill Drive
Springfield, Illinois 62704

Thomas J. Conwell
3050 N. Horseshoe Drive, Suite 100
Naples, Florida 34104-7908

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TALLAHASSEE, FLORIDA

ARTICLE VII

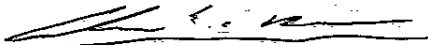
The names and street addresses of the person signing these articles of incorporation is

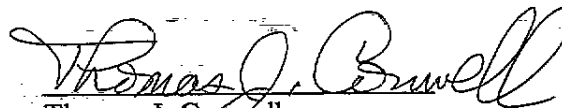
Thomas J. Conwell
3050 N. Horseshoe Drive, Suite 100
Naples, Florida 34104-7908

ARTICLE VIII

The corporation shall indemnify its directors, officers, employees, and agents to the fullest extent permitted by law.

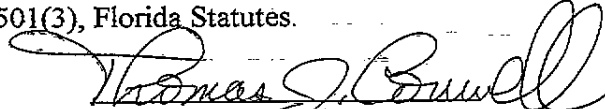
IN WITNESS WHEREOF, the undersigned incorporator has executed these Articles of Incorporation this 18 day of March, 1998


Charles N. Reeves
Witness


Thomas J. Conwell

ACCEPTANCE OF REGISTERED AGENT

Having been named to accept service of process for Healthcare Integrity Specialists, Inc. at the place designated in the Articles of Incorporation, the undersigned is familiar with and accepts the obligations of that position pursuant to 607.0501(3), Florida Statutes.


Thomas J. Conwell

Date: March 18, 1998

This instrument Prepared By:

Robert W. McClure, Esq.
Budd, Kreuckeberg, Bennett & McClure, LLP
The Beasley Building, Suite 201
3033 Riviera Drive
Naples, Florida 34103

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