TRANSMITTAL LETTER

09800002927

Department of State
Division of Corporations
P. O. Box 6327
Tallahassee, FL 32314

| | | • | | |
|----------|---------|----------------|---------------|------|
| SUBJECT: | MEDICAL | COMMUNICATIONS | INTERNATIONAL | INC. |

(Proposed corporate name - must include suffix)

• •

Enclosed is an original and one(1) copy of the articles of incorporation and a check for :

\$70.00 Filing Fee

\$78.75

Filing Fee & Certificate

\$122.50

\$131.25

Filing Fee

Filing Fee,

& Certified Copy

Certified Copy

& Certificate

ADDITIONAL COPY REQUIRED

| FROM: | HAGOP Z. TASHJIAN | |
|-------|-------------------------|------------------------------------|
| | Name (Printed or typed) | 1000024707019 -03/27/9801062005 |
| | 1831 NW 99 AVENUE | ****131.25 ****131.25 |
| | Address | |
| | OLANGATION EL 3 | >2 A A |

PLANTATION FL 33322
City, State & Zip

954- 382- 6000

Daytime Telephone number

F. CHESSER MAR 3 1 1998

ARTICLES OF INCORPORATION OF MEDICAL COMMUNICATIONS INTERNATIONAL, INC.

The undersigned incorporator, for the purpose of forming a corporation under the Florida Business Corporation Act, hereby adopts the following Articles of Incorporation.

ARTICLE I NAME

The name of the corporation shall be:

MEDICAL COMMUNICATIONS INTERNATIONAL, INC.

ARTICLE II PRINCIPAL OFFICE

The principal place of business and mailing address of this corporation shall be: 1831 NW 99th Avenue, Plantation, Florida 33322, and the mailing address of the corporation shall be the same.

ARTICLE III PURPOSE

This corporation is organized for the purpose of transacting any and all lawful activities or business permitted under the laws of the United States, the State of Florida or any other state, country, territory or nation.

ARTICLE IV CAPITAL STOCK

The number of shares of stock that this corporation is authorized to have outstanding at any one time is 10,000 shares of common stock having \$0.10 par value per share.

ARTICLE V INITIAL REGISTERED AGENT AND STREET ADDRESS

The name and Florida street address of the initial registered agent are:

Hagop Tashjian 1831 NW 99th Avenue Plantation, Florida 33322

ARTICLE VI INCORPORATOR

The name and address of the incorporator to these Articles of Incorporation are:

Hagop Tashjian 1831 NW 99th Avenue Plantation, Florida 33322

ARTICLE VII INITIAL BOARD OF DIRECTORS

Hagop Tashjian Anne Tashjian

1831 NW 99th Avenue 1831 NW 99th Avenue

Plantation, Florida 33322 Plantation, Florida 33322

ARTICLE VIII MEETING BY CONFERENCE TELEPHONE

Members of the Board of Directors may participate in meetings of the Board of Directors by means of conference telephone as provided by law.

ARTICLE IX ACTION BY DIRECTORS WITHOUT A MEETING

The directors of this corporation may take action by written consent, as provided by law.

ARTICLE X INDEMNIFICATION

This corporation shall, to the fullest extent permitted by the provisions of the Florida Corporation Act, as the same my be amended and supplemented, indemnify any and all persons whom it shall have power to indemnify under said provisions from and against any and all of the expenses, liabilities or other matters referred to in or covered by said provisions, and the indemnification provided for herein shall not be deemed exclusive of any other rights to which those indemnified may be entitled under any Bylaws, agreement, vote of shareholders or disinterested directors or otherwise, both as to action in his official capacity and as to action in another capacity while holding such office, and shall continue as to a person who has ceased to be a director or officer, and shall inure to the benefit of the heirs, executors and administrators of such a person.

ARTICLE XI AMENDMENT

This corporation reserves the right to amend or repeal any provisions contained in these Articles of Incorporation, or any amendment hereto, and any right conferred upon the shareholders is subject to this reservation.

ARTICLE XII BYLAWS

The bylaws may be adopted, altered, amended, or repealed by either the shareholders or the Board of Directors, but the Board of Directors may not amend or repeal any bylaw adopted by shareholders if the shareholders specifically provide such bylaw is not subject to amendment or repeal by the directors.

| N WITNESS WHEREOF, the undersigned in Incorporation this 24 th day of March, 1998. | corporator | has executed these Arti | cles-of | 98 M | |
|---|------------|-------------------------|------------------|-----------------|--|
| Signature/Incorporator HAGOP THSHIIAN | <u>-</u> . | 3/34/98 Date | AHASSEE, FLORIDA | IAR 27 AM 7: 32 | |

Having been named as registered agent and to accept service of process for the above stated corporation at the place designated in this certificate, I hereby accept the appointment as registered agent and agree to act in this capacity. I further agree to comply with the provisions of all statutes relating to the proper and complete performance of my duties, and I am familiar with and accept the obligations of my position as registered agent.

Hago Signature/Registered Agent Date

HAGO C TASH TIAN