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Gale M. Greenberg, J.D., L.C.S.W.

20231 Northeast 10th Court

North Miami, FL 33179

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-05/01/98--01118--008  
\*\*\*\*122.50 \*\*\*\*122.50

April 29, 1998

**Via Federal Express**

Secretary of State- Dept. of Corporations  
409 E. Gaines St.  
Tallahassee, FL 32399

Re: Articles of Incorporation of The MedConsult Group, Inc.

Dear Sir or Madam,

Enclosed please find the following documents : (i) two originally executed copies of the articles of incorporation for the above-referenced corporation, (ii) a filing fee in the amount of \$122.50, and (iii) a return overnight Federal Express envelope. Please file the articles of incorporation immediately and return a certified copy to me in the enclosed return envelope. Thankyou very much for your prompt attention to this matter. Please do not hesitate to contact me at (305) 653-1716 should you have any questions or comments.

Very truly yours,

  
Gale M. Greenberg, J.D., L.C.S.W.

SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

98 MAY -1 AM 11:27

APPROVED  
AND  
FILED

**Articles of Incorporation  
of  
The MediConsult Group, Inc.**

APPROVED  
AND  
FILED

98 MAY -1 AM 11:27

SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

**ARTICLE I - NAME**

The name of the corporation is the MediConsult Group, Inc. (hereinafter called the "Corporation").

**ARTICLE II - PURPOSE**

The corporation is organized for the purpose of transacting any or all lawful business for corporations organized under the Florida Business Corporation Act of the State of Florida.

**ARTICLE III - CAPITAL STOCK**

The aggregate number of shares which the Corporation shall have authority to issue is 1,000 shares of Common Stock, par value \$.01 per share.

**ARTICLE III - INITIAL REGISTERED AGENT**

The street address of the initial registered office of this corporation is 20231 Northeast 10th Court, North Miami Beach, FL 33179; and the name of the initial registered agent of this corporation at that address is Gale M. Greenberg.

**IV - MAILING ADDRESS**

The mailing address of this Corporation is 9041 Southwest 142 Ave., Miami, FL 33186.

**ARTICLE VI - INITIAL BOARD OF DIRECTORS**

The Corporation shall have one director initially. The number of Directors may be either increased or decreased from time to time as provided for in the ByLaws of the Corporation, but shall never be less than one. The name and address of the initial director of this Corporation is Harry Cruz, 9041 Southwest 142 Ave., Miami FL 33186.

**ARTICLE VII - INCORPORATOR**

The name and address of the person signing these Articles of Incorporation is: Harry Cruz, 9041 Southwest 142 Ave., Miami, FL 33186.

IN WITNESS WHEREOF, the undersigned Incorporator has executed these Articles of Incorporation this 28th day of April, 1998.

\_\_\_\_\_  
Incorporator

**CERTIFICATE DESIGNATING THE ADDRESS AND  
AN AGENT UPON WHOM PROCESS MAY BE SERVED**

**WITNESSETH**

That The MediConsult Group, Inc., desiring to organize under the laws of the State of Florida, has named Gale M. Greenberg located at 20231 NE 10th Court, North Miami Beach, FL 33179 as its agent to accept service of process within this State.

**ACKNOWLEDGMENT:**

Having been named to accept service of process for the above named corporation, at the place designated in this certificate, I hereby 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 607.0505, Florida Statutes.

Dated this 20<sup>th</sup> day of April, 1998.

Gale M. Greenberg  
Registered Agent

APPROVED  
AND  
FILED  
98 MAY -1 AM 11:27  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA