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May 14, 1998

Division of Corporations
Florida Department of State
409 E. Gaines Street
Tallahassee, Florida 32399

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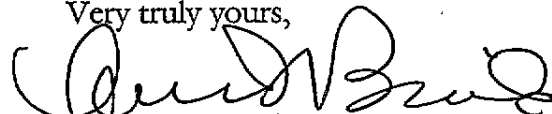
RE: Medical Electronic Claims, Inc.

Dear Sir/Madam:

Enclosed please find the original and one (1) copy of the Articles of Incorporation with reference to the above matter. Please file said documents returning a copy to our office in the envelope provided for your convenience. In addition, our firm's check in the amount of \$122.50 is enclosed representing the necessary filing fees.

Should you have any questions, please do not hesitate to contact my office.

Very truly yours,


Kenneth J. Binda

KJB:ecw
Enclosure

DMC
5/19/98

FILED
98 MAY 15 AM 10:34
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLES OF INCORPORATION
OF
MEDICAL ELECTRONIC CLAIMS, INC.

FILED
98 MAY 15 AM 10:34
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The undersigned subscriber to these Articles of Incorporation, a natural person competent to contract, hereby presents these Articles for the formation of an corporation in accordance with the laws of the State of Florida.

ARTICLE I. - NAME

The name of this corporation is MEDICAL ELECTRONIC CLAIMS, INC.

ARTICLE II. - NATURE OF BUSINESS

The general nature of the business to be rendered by this corporation is any lawful purpose permitted by the laws of the State of Florida.

ARTICLE III - CAPITAL STOCK

The maximum number of shares of stock that this corporation is authorized to have outstanding at any one time is One Thousand (1000) shares of common stock having a par value of One Dollar (\$1.00) per share.

ARTICLE IV. - INITIAL CAPITAL

The amount of capital with which this corporation will begin business is One Thousand (\$1,000.00) Dollars.

ARTICLE V. - TERM OF EXISTENCE

This corporation shall have perpetual existence.

ARTICLE VI. - ADDRESS

The initial address of the principal office of this corporation is: 2447 N. Wickham Road, Suite 138, Melbourne, Florida 32935.

ARTICLE VII. - REGISTERED AGENT

The initial registered agent of this corporation is Marie E. Day, and the initial registered office 785 Hawser Street, N.E., Palm Bay, Florida 32907.

ARTICLE VIII. - DIRECTORS

This corporation shall have two (2) directors initially. The number of Directors may be increased or diminished from time to time, by By-Laws adopted by Stockholders and shall never be less than one (1).

ARTICLE IX. - INITIAL DIRECTOR

The name and address of the members of the first Board of Directors is:

<u>Name</u>	<u>Office</u>	<u>Address</u>
Marie E. Day	President/Treasurer	785 Hawser Street, N.E. Palm Bay, FL 32907
Paul H. Day	Vice President/Secretary	785 Hawser Street, N.E. Palm Bay, FL 32907

ARTICLE X. - SUBSCRIBERS

The name and address of each subscriber of these Articles of Incorporation and the number of shares he or she agrees to subscribe is:

<u>Name</u>	<u>Address</u>	<u>Shares</u>
Marie E. Day	785 Hawser Street, N.E. Palm Bay, FL 32907	501
Paul H. Day	785 Hawser Street, N.E. Palm Bay, FL 32907	499

Said subscriber allege and certify that the total value of said stock subscription will not be less than the amount of capital with which the corporation will begin business, as set forth in Article IV thereof.

ARTICLE XI. - AMENDMENT

These Articles of Incorporation may be amended in the manner provided by law. Every amendment shall be approved by the Board of Directors, proposed by the Board of Directors, proposed by them to the Stockholders, and approved at a Stockholder's meeting by at least a Fifty-One (51 %) Percent vote of the stock entitled to vote thereon, unless all the Directors and all the Stockholders sign a written statement manifesting their intention that a certain amendment of these Articles of Incorporation be made. All rights of shareholders are subject to reservation.

ARTICLE XII - LIMITATIONS ON CORPORATE STOCK

The Shareholders of this corporation shall have the power to include in the By-Laws adopted by Fifty-One (51 %) Percent of the Shareholders of this corporation any regulatory or restrictive provisions regarding the proposed sale, transfer, or other disposition of any of the outstanding shares of this corporation by any of its Shareholders, or the operation of this corporation, or in the event of the death of any of its Shareholders. The manner and form, as well as relevant terms, conditions and details hereof, shall be determined by the Shareholders of this corporation; provided, however, that such regulatory or restrictive provisions shall not affect the rights of third parties without actual notice hereof, unless existence of such provisions shall be plainly written upon the certificate evidencing the ownership of said stock.

ARTICLE XIII. - VOTING TRUSTS

No shareholder of this corporation shall enter into a voting trust agreement or any other type of agreement vesting in another the authority to exercise the voting power of any or all of his shares.

IN WITNESS WHEREOF, the subscriber herto has executed these Articles of Incorporation, this 14 day of May, 1998.

Marie E. Day
Marie E. Day - Incorporator

Acceptance by registered Agent

I hereby am familiar with and accept the duties and responsibilities, as Registered Agent for said corporation.

Marie E. Day
Marie E. Day - Registered Agent

STATE OF FLORIDA

COUNTY OF BREVARD

I hereby certify that on this day, before me, a Notary Public duly authorized in the state and county named above to take acknowledgments, personally appeared MARIE E. DAY, to me known to be the person described as the Incorporator and Registered Agent, respectively, in and who executed the foregoing Articles of Incorporation, acknowledged before me that she subscribed to these Articles of Incorporation in her respective capacities.

Erin C. Wall
NOTARY PUBLIC

My commission Expires:

