

P9800006685

June 5th, 1998

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****122.50 ****122.50

Division of Corporations
SECRETARY OF STATE
P. O. Box 6327
Tallahassee, FL 32314

Re: Premier Network, Inc.

Dear Sir or Madam::

The purpose of this letter is to file the above name as a Corporation for Profit in the State of Florida.

Please find enclosed:

1. The original Articles of Incorporation properly executed and notarized for recordation.
2. My check in the amount of \$ 122.50 for filing the corporation and to obtain a certificate.

Should you have any questions, please contact me at 888-680-4088. I appreciate your time in this matter.

Sincerely,

James M. O'Nan, Subscriber
4611 South University Drive
Suite 202
Davie, FL 33328

FILED
98 JUL 28 AM 8:55
SECRETARY OF STATE
TALLAHASSEE FLORIDA

29 1998



FLORIDA DEPARTMENT OF STATE
Sandra B. Mortham
Secretary of State

July 20, 1998

JAMES M. O'NAN
4611 SOUTH UNIVERSITY DRIVE
SUITE 202
DAVIE, FL 33328

SUBJECT: PREMIER NETWORK, INC.
Ref. Number: W98000016365

We have received your document for PREMIER NETWORK, INC. and your check(s) totaling \$122.50. However, the enclosed document has not been filed and is being returned for the following correction(s):

Corporations may file using only the corporate name. Please delete any reference to the "doing business as name" in your document. If you wish to register your fictitious name, you may do so by filing the enclosed application and submitting the appropriate fees to this office.

Please return the original and one copy of your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 487-6933.

Dana Calloway
Document Specialist

Letter Number: 498A00038255

ARTICLES OF INCORPORATION OF PREMIER NETWORK, INC.

I, the undersigned subscriber to these Articles of Incorporation, a natural person, competent to contract, of legal age, by these presents, hereby form a corporation for profit under the Laws of the State of Florida.

Article - I

CORPORATE NAME

The name of the Corporation shall be:

PREMIER NETWORK, INC.

Article - II

DURATION

The Term of Existence of this Corporation shall be perpetual.

Article - III

PURPOSES AND OBJECTIVES

The purpose for which this Corporation is formed, the business and objective to be promoted and carried on by it are as follows:

- A. The Corporation is being organized to provide a creditialed and contracted Occupational Medicine "PPO" (Preferred Physician Organization) Provider Network consisting of Primary Care Physicians, Specialty Physicians, Ancillary and Hospitals herein after referred to as the Florida OccMed Provider Network.
- B. The delivery of multi-level medical services to Managed Care Organizations MCO, Managed Care Arrangements MCA, Workers Compensation Carriers, Insurance Companies and their Employer Clients for Workers Compensation and Occupational Health Care as a combined health care system.
- C. Not with standing any other provision of these Articles, the Corporation is hereby authorized to perform any and all business activities under the Laws of the State of Florida.
- D. The Corporation is organized as a "Corporation for Profit."

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TALLAHASSEE, FLORIDA

Article - IV

PRINCIPAL ADDRESS AND REGISTERED OFFICE

The street address, city and county of the principal and initial registered office of this Corporation is:

4611 South University Drive, Suite 202
Davie, FL 33328

Article - V

INITIAL REGISTERED AGENT

The name of the initial registered agent of this Corporation at such office address is:

James M. O'Nan

4611 South University Drive
Suite 202, Davie, FL 33328

Article - VI

INITIAL BOARD OF DIRECTORS

This Corporation shall have one (1) Director initially. The number of Directors may be either increased or decreased from time to time by action in accordance with the provisions of the By-Laws. The name and address of the initial director of this Corporation is:

James M. O'Nan

4611 South University Drive
Suite 202, Davie, FL 33328

Article - VII

AMENDMENT

These Articles of Incorporation may be amended by a 51% majority vote of the Board of Directors at any special meeting called for that purpose.

Article - VIII

CORPORATE STOCK SHARES

The Corporation is authorized to issue 5,000 Shares of Common Stock at \$.00 par value and 10,000 Shares of Preferred Stock at \$.00 par value.

Article - IX

CORPORATE SUBSCRIBER

The name and address of the subscriber of this Corporation is:

James M. O'Nan

4611 South University Drive
Suite 202
Davie, FL 33328

Article - X

DISSOLUTION

In the event of dissolution, the assets of the Corporation will be turned over to the Stockholders. The Board of Directors must pass a 51% majority vote for dissolution of the Corporation at a special meeting called for that purpose.

IN WITNESS WHEREOF, the undersigned being the subscriber and incorporator of this Florida Corporation for Profit has executed these Articles of Incorporation on this 5th day of June, 1998.

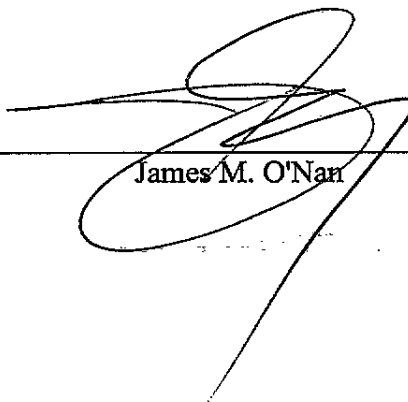


James M. O'Nan

Article - XI

ACCEPTANCE BY REGISTERED AGENT

Having been named as Registered Agent and to accept service on the aforesaid Corporation at the place designated in the Articles of Incorporation, I hereby accept the appointment and agree to act in this capacity. I further agree to comply with the provisions and all statutes in the performance of my duties. I am familiar with and accept the obligations of my position as Agent on this 5th day of June, 1998.



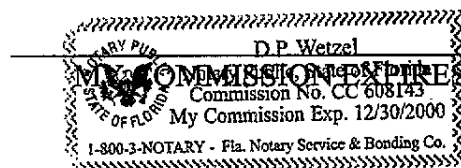
James M. O'Nan


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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

STATE OF FLORIDA: }
 }
COUNTY OF BROWARD: }

BEFORE ME, the undersigned Subscriber, Director and Registered Agent, this date, has personally appeared James M. O'Nan, to me well known to be the person who executed the foregoing Articles of Incorporation and acknowledge before me, according to law, that made and subscribed the same for the purposes mentioned and set forth.

IN WITNESS my hand and official seal at the County and State aforesaid on this 3 day of June, 1998.





NOTARY OF PUBLIC, STATE
OF FLORIDA AT LARGE.

NO: _____