

TRANSMITTAL LETTER

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

400002694164--7  
-11/23/98--01116--009  
\*\*\*\*\*87.50 \*\*\*\*\*87.50

SUBJECT: HEALTH CARE ADVISORY CONSULTANTS, 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 of Status

☐ \$78.75  
Filing Fee  
& Certified Copy

☒ \$87.50  
Filing Fee,  
Certified Copy  
& Certificate of  
Status

ADDITIONAL COPY REQUIRED

EFFECTIVE DATE

1-3-99

FROM:

ANDREW D. DOUGLAS

Name (Printed or typed)

3199 N.E. 8<sup>TH</sup> AVENUE

Address

BOCA RATON, FLORIDA 33431-6912

City, State & Zip

561-391-6005

Daytime Telephone number

SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

98 NOV 23 AM 11:46

FILED

NOTE: Please provide the original and one copy of the articles.

CB  
12-1-98  
5

EFFECTIVE DATE

1-3-99

FILED  
98 NOV 23 AM 11:46  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

**ARTICLES OF INCORPORATION  
OF**

**HEALTH CARE ADVISORY CONSULTANTS, INC.**

I, the undersigned, hereby make, subscribe, acknowledge, and file these Articles of Incorporation for the purpose of becoming a corporation under the laws of the State of Florida.

**ARTICLE I**

**IDENTIFICATION**

The name of this corporation is **HEALTH CARE ADVISORY CONSULTANTS, INC.**, having a principal place of business at 3199 N.E. 8<sup>th</sup> Avenue, Boca Raton, Florida 33431-6912.

**ARTICLE II**

**DURATION**

This corporation shall have perpetual existence which shall commence on January 3, 1999.

**ARTICLE III**

**AUTHORIZED SHARES**

The capital stock of this corporation shall consist of 10,000 Shares of Common Stock of \$0.01 par value each, all or part of said stock to be issued from time to time as may be determined by the Board of Directors. On dissolution or liquidation of the corporation, holders of the stock shall be entitled to distribution ratably as their holdings may appear upon the stock record of the corporation.

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#### **ARTICLE IV**

##### **REGISTERED AGENT AND OFFICE**

The initial registered agent of this corporation and his address is as follows: Andrew D. Douglas, 3199 N.E. 8<sup>th</sup> Avenue, Boca Raton, Florida 33431-6912.

#### **ARTICLE V**

##### **INCORPORATOR**

The name and address of the incorporator of these Articles of Incorporation is as follows: Andrew D. Douglas, 3199 N.E. 8<sup>th</sup> Avenue, Boca Raton, Florida 33431-6912.

#### **ARTICLE VII**

##### **ADDITIONAL PROVISIONS**

The following additional provisions for the regulation of the business and for the conduct of the affairs of the corporation, and creating, dividing, limiting and regulating the powers of the corporation, its stockholders, and Directors are hereby adopted as a part of these Articles of Incorporation:

2. The Board of Directors from time to time shall determine whether and to what extent, and at what time and places, and under what conditions and regulations, the accounts and books of the corporation, or any of them shall be opened to the inspection of the stockholders, and no stockholder shall have the right to inspect any account or document of the corporation except as conferred by a statute or authorized by the Board of Directors or by resolution of the stockholders.

2. No person shall be required to own, hold, or control stock in the corporation as a condition precedent to holding an office in this corporation.

3. Except as otherwise provided by law, the Directors may prescribe a method or methods for replacement of lost certificates, and may prescribe reasonable conditions by way of security upon the issuance of new certificates therefor.

4. This corporation shall indemnify any officer or Director, and any former officer or Director, to the full extent provided by the law. This corporation may provide indemnification, or a portion thereof, through the purchase of insurance.

5. The power to adopt, alter, and repeal By-laws shall be in the Board of Directors of the corporation or in the stockholders; By-laws adopted by the Board of Directors may be altered or repealed by the stockholder or vice versa, except that the stockholders may prescribe in any By-law made by them that such By-law shall not be altered, amended, or repealed by the Board of Directors.

**IN WITNESS THEREOF**, the undersigned, has made and subscribed these Articles of Incorporation at the City of Boca Raton, Palm Beach County, Florida, for the uses and purposes aforesaid this **20<sup>th</sup> day of November, 1998.**



Andrew D. Douglas  
Incorporator

FILED  
98 NOV 23 AM 11:47  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

**CERTIFICATE DESIGNATING PLACE OF BUSINESS OR DOMICILE  
FOR THE SERVICE OF PROCESS WITHIN THIS STATE, NAMING  
AGENT UPON WHOM PROCESS MAY BE SERVED**

In pursuance of Chapter 607, Florida Statutes, the following is submitted in compliance with said Act:

**HEALTH CARE ADVISORY CONSULTANTS, INC.**, desiring to organize under the laws of the State of Florida with its principal office as indicated in the Articles of Incorporation at the City of Boca Raton, County of Palm Beach, State of Florida, has named **Andrew D. Douglas**, as its agent to accept service of process within this state.

**ACKNOWLEDGMENT:**

Having been named to accept service of process for the above stated corporation, at place designated in this certificate, I hereby accept to act in this capacity and I agree to comply with the provision of said Act relative to keeping open said office and I accept the obligations of Section 607.0505 of the Florida Statutes this 20<sup>th</sup> day of November, 1998.

By Andrew D. Douglas  
**Andrew D. Douglas**  
Registered Agent