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**HERBERT M. WEBB, P.A.**  
*Attorney at Law*

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**Mailing & Delivery Address:**

4400 N.W. 23rd Avenue, Suite E  
Gainesville, Florida 32606

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June 10, 1999

Department of State  
DIVISION OF CORPORATIONS  
409 East Gaines Street  
Tallahassee, FL 32399

300002919533--3  
-06/30/99--01045--011  
\*\*\*131.25 \*\*\*\*\*87.50

ATTENTION: NEW FILING SECTION

RE: "MEDICAL BILLING MANAGEMENT OF GAINESVILLE, INC."

TO WHOM IT MAY CONCERN:

Enclosed is an original and one copy of the Articles of Incorporation for the above-named corporation, together with our check payable to DEPARTMENT OF STATE in the amount of \$131.25 covering the following:

Filing Fee and Designation of Registered Agent	\$70.00
Certified Copy	52.50
Status Report	8.75

We would appreciate your filing this corporation as soon as possible. Please call if there are questions. Thank you for your assistance in this matter.

Sincerely yours,

HERBERT M. WEBB, P.A.

By *Herbert M. Webb*  
Herbert M. Webb

FILED  
99 JUN 30 AM 9:41  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

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99 JUN 30 AM 9:41  
SECRETARY OF STATE  
TALLAHASSEE FLORIDA

***ARTICLES OF INCORPORATION***  
***OF***  
***MEDICAL BILLING MANAGEMENT***  
***OF GAINESVILLE, INC.***

**ARTICLE I. CORPORATE NAME**

The name of this corporation is: MEDICAL BILLING MANAGEMENT OF GAINESVILLE, INC.

**ARTICLE II. NATURE OF BUSINESS AND POWERS**

The general nature of the business to be transacted by this Corporation is to engage in any and all business permitted under the laws of the State of Florida.

**ARTICLE III. CAPITAL STOCK**

The maximum number of shares of stock that this Corporation is authorized to issue and have outstanding at any one time is 1000 shares of common stock with no par value.

**ARTICLE IV. TERM OF EXISTENCE**

This Corporation shall have perpetual existence commencing upon filing of these articles.

**ARTICLE V. REGISTERED AGENT AND INITIAL REGISTERED OFFICE**

The Registered Agent and the street address of the initial Registered Office of this Corporation in the State of Florida shall be:

HERBERT M. WEBB  
4400 NW 23rd Avenue, Suite "E"  
Gainesville, Florida 32606

The Board of Directors from time to time may move the Registered Office to any other address in the State of Florida.

**ARTICLE VI - INITIAL ADDRESS OF PRINCIPAL OFFICE**

The initial mailing address and principal place of the business of the corporation shall be:

MEDICAL BILLING MANAGEMENT  
OF GAINESVILLE, INC.  
10937 NW 33<sup>rd</sup> Place  
Gainesville, Florida

**ARTICLE VII. BOARD OF DIRECTORS**

This Corporation shall have two (2) directors initially. The number of directors may be increased from time to time by Bylaws adopted by the stockholders, but shall never be less than one. The names and street address of the directors are:

SUSAN S. BAIR  
10937 NW 33<sup>rd</sup> Place  
Gainesville, Florida 32606

DIANE M. LANG  
4830 NW 43<sup>rd</sup> Street, Apt. 179  
Gainesville, Florida 32606

#### **ARTICLE VIII. 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 them to the stockholders and approved at a stockholders' meeting by at least a majority of the stock entitled to vote, unless all of the directors and all of the stockholders sign a written statement manifesting their intention that a certain amendment of these Articles of Incorporation be made.

#### **ARTICLE IX. PREEMPTIVE RIGHTS**

Every shareholder upon the sale for cash of any new stock of this corporation of the same kind, class, or series as that which he or she already holds, shall have the right to purchase his or her pro rata share thereof at the price at which it is offered to others.

#### **ARTICLE X. SPECIAL PROVISION**

The stock of this corporation is intended to qualify under the requirements of Section 1244 of the Internal Revenue Code and the regulations issued thereunder. Such actions as are necessary will be taken by the appropriate officers to accomplish this compliance.

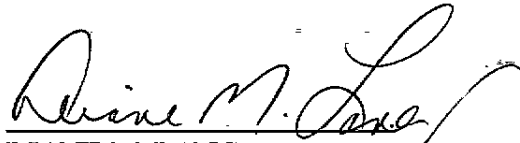
**ARTICLE XI. INDEMNIFICATION**

This Corporation shall indemnify any officer, or director, or any former director or officer, to the full extent permitted by law.

**ARTICLE XII. SUBSCRIBER**

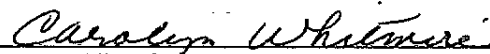
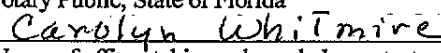
The name and street address of the person signing these Articles of Incorporation is:

DIANE M.. LANG  
4830 NW 43<sup>rd</sup> Street, Apt. 179  
Gainesville, Florida 32606

  
DIANE M. LANG  
Subscriber/Director

STATE OF FLORIDA  
COUNTY OF ALACHUA

BEFORE ME, a Notary Public, personally appeared DIANE M. LANG, to me known to be the person described as Subscriber and who executed the foregoing Articles of Incorporation, and acknowledged before me that she subscribed to these Articles of Incorporation on this 29<sup>th</sup> day of June, 1999.

  
Notary Public, State of Florida  
  
(Name of officer taking acknowledgment - typed, printed or stamped)  
Title or Rank \_\_\_\_\_  
Serial number, if any \_\_\_\_\_

THIS INSTRUMENT PREPARED BY  
HERBERT M. WEBB, ESQUIRE  
4400 NORTHWEST 23RD AVENUE, SUITE "E"  
GAINESVILLE, FLORIDA 32606



CAROLYN WHITMIRE  
MY COMMISSION # CC473549 EXPIRES  
July 2, 1999  
BONDED THRU TROY FAIN INSURANCE, INC.

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

In compliance with Section 48.09, Florida Statutes, the following is submitted:

That MEDICAL BILLING MANAGEMENT OF GAINESVILLE, INC., desiring to organize under the laws of the State of Florida, with its principal office, as indicated in the Articles of Incorporation, Gainesville, County of ALACHUA, State of Florida, has named HERBERT M. WEBB, located at 4400 NW 23rd Avenue, Suite "E", Gainesville, County of ALACHUA, State of Florida, as its agent to accept service of process within this state.

**ACKNOWLEDGEMENT:**

Having been named to accept service of process for the above-named Corporation, at the place designated in this certificate, the undersigned agrees to act in this capacity, and agrees to comply with the provisions of Florida law relative to keeping the designated office open.

The undersigned is familiar with and accepts the duties and responsibilities as registered agent.

  
HERBERT M. WEBB  
Registered Agent

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**FILED**  
99 JUN 30 AM 9:41  
SECRETARY OF STATE  
TALLAHASSEE FLORIDA