



Law Offices  
**AIRAN AND ASSOCIATES, P.A.**  
275 S.W. 13 Street (Coral Way)  
Miami, Florida 33130

D.S. (DAR) AIRAN, PhD, \* LLM \*\*  
\*Civil/Environmental Engineering  
\*\* Real Estate, Land Dev. and Finance Law

Tel: (305) 860-0034  
Fax: (305) 860-0036

7/27/99  
~~June 23, 1999~~

PP9000072081

Department of State  
Division of Corporations  
The Capitol  
Tallahassee, Florida 32304

Re: EVEREST MEDICAL SOFTWARE SOLUTIONS, INC.

Gentlemen:

Enclosed are the original and one copy of the Articles of Incorporation for the above-named proposed Florida corporation. Also enclosed is our firm's check in the amount of \$70.00, representing payment of the following:

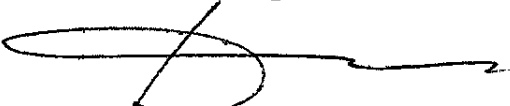
|                      |          |
|----------------------|----------|
| Filing fee           | \$ 35.00 |
| Registered agent fee | 35.00    |

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-08/09/99--01087--015  
\*\*\*\*\*70.00 \*\*\*\*\*70.00

Please file the enclosed Articles of Incorporation and return a time stamped copy to the undersigned in the enclosed self-addressed and stamped envelope.

Thank you for your courtesies in this matter.

Sincerely,

  
D.S. "Dar" Airan  
DSA:mrp  
Enclosures

FILED  
99 AUG -9 PM 4:30  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

C. GALLMON CASE AUG 12 1999

**ARTICLES OF INCORPORATION.**

OF

**EVEREST MEDICAL SOFTWARE SOLUTIONS, INC.**

THE UNDERSIGNED, has executed the following document as incorporator of the above named corporation, a corporation organized under the laws of the State of Florida, and all rights, duties and obligations of the undersigned as incorporator, and the laws of the state of Florida.

**ARTICLE I. CORPORATE NAME.**

The name of this corporation is:

**EVEREST MEDICAL SOFTWARE SOLUTIONS, 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 1,000,000 shares of common stock having a par value of 1/10 of a cent per share.

**ARTICLE IV. TERM OF EXISTENCE.**

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

**ARTICLE V. REGISTERED AGENT, REGISTERED OFFICE  
AND PRINCIPAL OFFICE**

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

HALLEGERE MURTHY  
8600 S.W. 92 Street  
Suite 102  
Miami, Florida 33156

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SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

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

#### ARTICLE VI. BOARD OF DIRECTORS.

This Corporation shall have one director initially. The number of directors may be increased or diminished from time to time by Bylaws adopted by the stockholders, but shall never be less than one.

#### ARTICLE VII. INITIAL DIRECTORS.

The name of the initial directors of this Corporation and their street addresses are:

Hallegere Murthy  
8600 S.W. 92 Street  
Suite 102  
Miami, Florida 33156

Balaji S. Thiruannamalai  
9441 S.W. 4<sup>th</sup> Street  
Suite 301  
Miami, Florida 33174

The persons named as initial directors shall hold office for the first year of existence of this Corporation or until their successor is elected or appointed and has qualified, whichever occurs first.

#### ARTICLE VIII. INCORPORATOR.

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

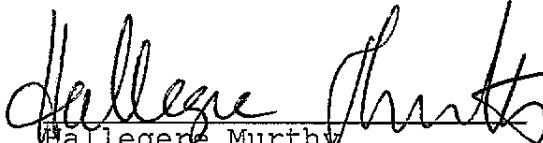
Hallegere Murthy  
8600 S.W. 92 Street  
Suite 102  
Miami, Florida 33156

#### ARTICLE IX. 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.

IN WITNESS WHEREOF, the undersigned, as Incorporator, has executed the foregoing Articles of Incorporation on July 27, 1999.

  
Hallegere Murthy  
Incorporator

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SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

**ACCEPTANCE BY REGISTERED AGENT:**

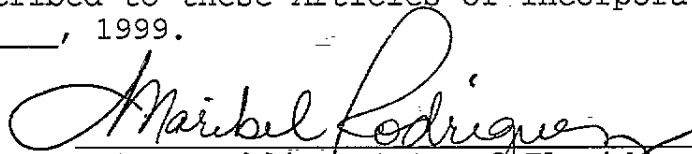
Having been named to accept service of process for the above-named Corporation, at the place designated in this certificate, the undersigned agrees to act in this capacity, and agrees to comply with the provisions of Florida law relative to keeping the designated office open.

Hallegere Murthy  
8600 S.W. 92 Street  
Suite 102  
Miami, Florida 33156

By   
Hallegere Murthy  
REGISTERED AGENT

STATE OF FLORIDA  
COUNTY OF MIAMI-DADE

BEFORE ME, a Notary Public, personally appeared, to me known  
to be the person described as Incorporator and the Registered agent  
and who executed the foregoing Articles of Incorporation and the  
Acceptance by Registered Agent, and acknowledged before me that  
this individual subscribed to these Articles of Incorporation on  
July 27, 1999.

  
Notary Public, State of Florida at Large  
My commission expires:

