

TRANSMITTAL LETTER

P99000084517

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

FILED
99 SEP 22 PM 6:44
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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-09/22/99--01027--010
*****87.50 *****87.50

SUBJECT: Health PORTALS
(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

FROM: John Arfanis
Name (Printed or typed)
545 SE 12th St. #106
Address
Dania, Florida 33004
City, State & Zip
954 922-2978
Daytime Telephone number

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

Articles of Incorporation
Of
Health Portals, Inc.

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The undersigned acknowledges and files in the office of the Secretary of State of the State of Florida, for the purpose of forming a corporation for profit, in accordance with the laws of the State of Florida, these Articles of Incorporation, as by law provided.

I

Name

The name of this corporation shall be:

Health Portals, Inc.

II

Business

The general nature of the business and businesses to be transacted are as follows:

To transact any and all lawful business for which corporations may be incorporated under the laws of the State of Florida or the United States.

Without in any way limiting any of the objects and powers of the Corporation, it is expressly declared and provided that the corporation, to carry on its business, or for the purpose of accomplishing any of the objects hereinabove mentioned shall have the power to make and perform contracts of any kind and description to do any and all other acts and things, and to exercise any other powers, either as principal, agent or broker, conferred by the laws of the State of Florida upon Corporations formed under the laws of said State, and which now or hereafter may be authorized by law.

III

Shares

The authorized capital stock of this Corporation shall consist of 100 shares of common stock, \$1.00 par value.

IV

Effective Date and Duration

This Corporation shall commence its existence on September 27, 1999 and shall exist perpetually thereafter unless sooner dissolved according to law.

V

Mailing Address and Registered Office and Registered Agent

The mailing address and address of the initial registered agent of the Corporation is 545 SE 12 Street, Unit 106, Dania, Florida 33004. The initial registered agent for the Corporation is John N. Arfanis.

VI

Directors

The Corporation shall have one Director, as provided by the by-laws. Director shall hold office for one year, or until his successor has been duly elected and qualified.

VII

First Board

The following shall constitute the first Board of Directors of the Corporation:

John N. Arfanis

545 SE 12 Street, Unit 106
Dania, Florida 33004

VIII

Incorporator

The name and address of the initial incorporator of the Corporation is as follows:

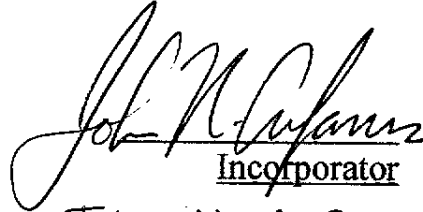
John N. Arfanis	545 SE 12 Street, Unit 106
	Dania, Florida 33004

IX

General Provisions

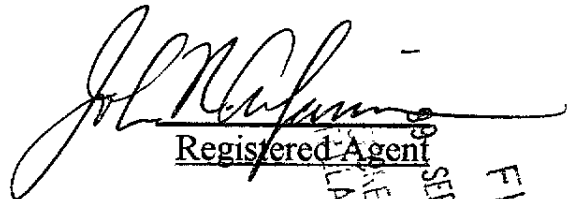
- (a). The private property of the stockholders shall not be subject to the payment of any corporate debts to any extent whatsoever.
- (b). Subject to the provisions and conditions of this article, the Corporation shall have full power and lawfully authority to accept property, labor and services in payment for shares of its Capital Stock in lieu of cash, at a just valuation to be fixed by its Board of Directors.
- (c). A director of the Corporation may transact business, borrow, lend or otherwise deal or contract with the Corporation to the full extent and subject only to the limitations and provisions of the laws of the State of Florida and the laws of the United States.
- (d). The Corporation shall indemnify each director and officer of the Corporation against all or any portion of any expenses reasonable incurred by him in connection with or arising out of any action, suit or proceeding in which he may be involved, by reason of his being or having been an officer or director of the Corporation (whether or not he continues to be an officer or director at the time of occurring such expense), to the full extent permitted and subject only to the limitations and provisions of the Laws of the State of Florida and laws of the United States.

The undersigned incorporator has executed these Articles of Incorporation this 15th day of September 1999.


Incorporator

John N. Arfanis

Having been named Registered Agent and to accept service of process for the above stated corporation at the place designated in this certificate, I hereby accept the appointment as registered agent and agree to act in this capacity. I further agree to comply with the provisions of all statutes relating to the proper and complete performance of my duties, and I am familiar with and accept the obligations of my position as registered agent.


Registered Agent

John N. Arfanis

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