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Form SSC-01

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to the...
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STATE OF INDIANA
OFFICE OF THE SECRETARY OF STATE

CERTIFICATE OF INCORPORATION
OF

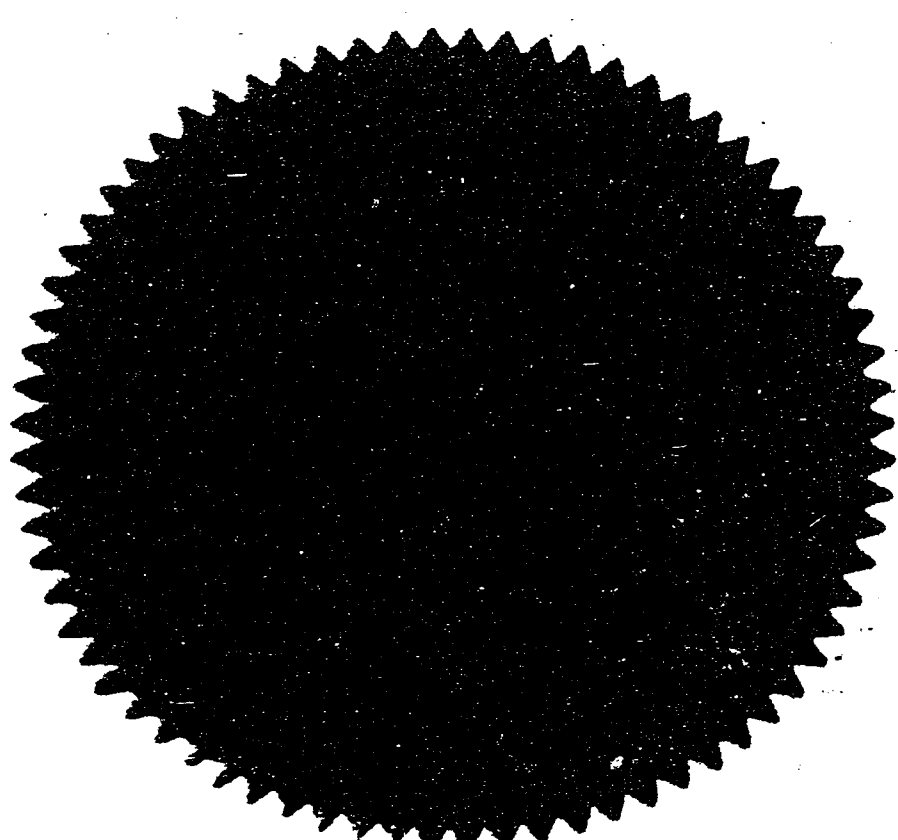
MAY 29 10 30 AM '81
WILLIAM BIELSKI JR
RECORDER

EMERGENCY CARE, SERVICE CORPORATION

I, LARRY A. CONRAD, Secretary of State of the State of Indiana, hereby certify that Articles of Incorporation of the above Corporation, in the form prescribed by my office, prepared and signed in duplicate by the incorporator(s), and acknowledged and verified by the same before a Notary Public, have been presented to me at my office accompanied by the fees prescribed by law; that I have found such Articles conform to law; that I have endorsed my approval upon the duplicate copies of such Articles; that all fees have been paid as required by law; that one copy of such Articles has been filed in my office; and that the remaining copy of such Articles bearing the endorsement of my approval and filing has been returned by me to the incorporator(s) or his (their) representatives; all as prescribed by the provisions of the MEDICAL PROFESSIONAL CORPORATION ACT.

as amended.

NOW, THEREFORE, I hereby issue to such Corporation this Certificate of Incorporation, and further certify that its corporate existence has begun.



In Witness Whereof, I have hereunto set my hand and affixed the seal of the State of Indiana, at the City of Indianapolis,

this 10th day of July 78

LARRY A. CONRAD, Secretary of State

By: Deputy

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NOTE: This form may now also be used for incorporating pursuant to the Medical Professional Corporation Act, the Dental Professional Corporation Act, and the Professional Corporation Act of 1965, as well as the General Corporation Act. If the corporation is to be formed pursuant to the authority of one of these statutes other than the General Corporation Act, so indicate in the preamble below by striking the references to the three inappropriate statutes. Professional Accounting Corporations are considered to be formed pursuant to the authority of the Indiana General Corporation Act, but subject to the provisions of IC 23-1-13.5, and appropriate statutory references should be made in the preamble or Article II below.

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ARTICLES OF INCORPORATION

Larry A. Conrad, Secretary of State of Indiana
Use White Paper—Size 8 1/2 x 11—For Inserts

Filing Requirements—Present 2 originally signed and fully executed copies to Secretary of State, Room 155, State House, Indianapolis 46204

Recording Requirements—Recording of Articles of Incorporation in the Office of the County Recorder is no longer required by the Indiana General Corporation Act.

APPROVED

AND
FILED
JUL 10 1978

SECRETARY OF
STATE OF INDIANA

ARTICLES OF INCORPORATION
OF
EMERGENCY CARE, SERVICE CORPORATION

The undersigned incorporator or incorporators, desiring to form a corporation (hereinafter referred to as the "Corporation") pursuant to the provisions of the ~~Indiana General Corporation Act~~ (Medical Professional Corporation Act/ Dental Professional Corporation Act/ Professional Corporation Act of 1965), as amended (hereinafter referred to as the "Act"), execute the following Articles of Incorporation.

ARTICLE I
Name

The name of the Corporation is EMERGENCY CARE, SERVICE CORPORATION

ARTICLE II
Purposes

The purposes for which the Corporation is formed are:

Medical Corporation: To own, operate and maintain an establishment for the study, diagnosis and treatment of human ailments and injuries, whether physical or mental, and to promote medical, surgical and scientific research and knowledge, provided that medical or surgical treatment, consultation, advise, or otherwise may be given by employees of the corporation only if they are licensed pursuant to the Indiana Medical Professional Corporation Act.

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Prescribed by Larry A. Coarad, Secretary of State
(Jan. 1977)

ARTICLE III
Period of Existence

The period during which the Corporation shall continue is perpetual.

ARTICLE IV
Resident Agent and Principal Office

Section 1. Resident Agent. The name and address of the Corporation's Resident Agent for service of process is C.T. Corporation System 1011 Merchants Bank Building
(Name) (Number and Street or Building)
Indianapolis Indiana 46204
(City) (State) (Zip Code)

Section 2. Principal Office. The post office address of the principal office of the Corporation is 1011 Merchants Bank Building, Indianapolis Indiana 46204
(Number and Street or Building) (City) (State) (Zip Code)

ARTICLE V
Authorized Shares

Section 1. Number of Shares:

The total number of shares which the Corporation is to have authority to issue is 1,000

A. The number of authorized shares which the corporation designates as having par value is 1,000 with a par value of \$ 100.00 per share.

B. The number of authorized shares which the corporation designates as without par value is None

Section 2. Terms of Shares (if any):

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ARTICLE VI
Requirements Prior To Doing Business

The Corporation will not commence business until consideration of the value of at least \$1,000 (one thousand dollars) has been received for the issuance of shares.

ARTICLE VII
Director(s)

Section 1. Number of Directors: The initial Board of Directors is composed of one member(s). The number of directors may be from time to time fixed by the By-Laws of the Corporation at any number. In the absence of a By-Law fixing the number of directors, the number shall be one.

Section 2. Names and Post Office Addresses of the Director(s): The name(s) and post office address(es) of the initial Board of Director(s) of the Corporation is (are):

<u>Name</u>	<u>Number and Street or Building</u>	<u>City</u>	<u>State</u>	<u>Zip Code</u>
Marshall B. Segal	2112 North Dayton	Chicago	Illinois	60614

Section 3. Qualifications of Directors (if any):

The director is a physician licensed to practice medicine in Indiana

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(Jan. 1977)

ARTICLE VIII
Incorporator(s)

The name(s) and post office address(es) of the incorporator(s) of the Corporation is (are):

<u>Name</u>	<u>Number and Street or Building</u>	<u>City</u>	<u>State</u>	<u>Zip Code</u>
Marshall B. Segal	2112 North Dayton	Chicago	Illinois	60614

ARTICLE IX
Provisions for Regulation of Business
and Conduct of Affairs of Corporation

("Powers" of the Corporation, its directors or shareholders)

Meetings of the shareholders may be held without the State of Indiana if the by-laws of the Corporation so provide. The books of the Corporation, except the duplicate stock ledger or transfer book, may be kept outside the State of Indiana at such place or places as may be designated from time to time by the Board of Directors.

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IN WITNESS WHEREOF, the undersigned, being all of the incorporator(s) designated in Article VIII, execute(s) these Articles of Incorporation and certify to the truth of the facts herein stated, this 30th day of June, 1978

Marshall B. Segal
(Written Signature)

MARSHALL B. SEGAL

(Printed Signature)

(Written Signature)

(Printed Signature)

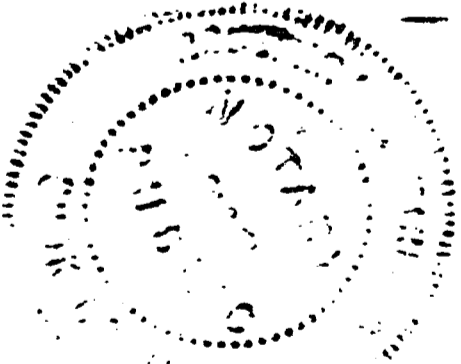
(Written Signature)

(Printed Signature)

ILLINOIS
STATE OF ~~INDIANA~~ } ss:
COUNTY OF COOK

I, the undersigned, a Notary Public duly commissioned to take acknowledgements and administer oaths in the State of Illinois, certify that Marshall B. Segal being of the incorporator(s) referred to in Article VIII of the foregoing Articles of Incorporation, personally appeared before me; acknowledged the execution thereof; and swore to the truth of the facts therein stated.

Witness my hand and Notarial Seal this 30th day of June, 1978



Rosemary E. Tikusis
(Written Signature)
ROSEMARY E. TIKUSIS
(Printed Signature)

Notary Public

My Commission Expires:
June 18, 1990

This instrument was prepared by Layfer, Cohen, Handelsman & Mora, Ltd. Attorney at Law.
69 W. Washington Chicago Illinois 60602
(Number and Street of Building) (City) (State) (Zip Code)