

STATE OF MICHIGAN
56th JUDICIAL CIRCUIT COURT
COUNTY OF EATON

BILL SCHUETTE, Attorney General
of the State of Michigan,

Plaintiff,

v

HEALTH CARE CLINIC, INC.,
WOMENS CHOICE CLINIC, INC.,
(f/k/a Medical and Surgical Center, Inc.),
and RICHARD R. REMUND, MARGARET
REMUND, and JOHN DOES I-V, in their corporate
capacities as officers, directors, shareholders, or
agents of HEALTH CARE CLINIC, INC.
and WOMENS CHOICE CLINIC, INC.

Defendants.

Case No. 11- 1507 -AW

Honorable ~~Judge Osterhaven~~

THOMAS S. MARKS (P69868)
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**There is no other pending or resolved civil action arising out of the transaction or
occurrence alleged in this Complaint.**

**VERIFIED COMPLAINT IN *OUO WARRANTO* TO DISSOLVE
HEALTH CARE CLINIC, INC. AND WOMENS CHOICE CLINIC, INC.
AND FOR INJUNCTIVE RELIEF**

Plaintiff Bill Schuette, Attorney General of the State of Michigan, and Thomas S. Marks and Christopher L. Kerr, Assistant Attorneys General, on behalf of the People of the State of Michigan, bring this action against Defendants seeking dissolution of the Defendant corporations and for injunctive relief. In support of the Complaint, the Attorney General alleges:

THE PARTIES

1. Plaintiff is the Attorney General of the State of Michigan, appearing on behalf of the People of the State of Michigan pursuant to his statutory and common law authority to bring this Complaint in *quo warranto* to dissolve the corporations Health Care Clinic, Inc. and Womens Choice Clinic, Inc. and for injunctive relief.
2. Defendant Health Care Clinic, Inc. was duly organized as a domestic corporation on April 1, 1983, operating under the authority of the Michigan Business Corporation Act, 1972 PA 284, MCL 450.1101 *et seq.* It was assigned corporation number 226-820 by the Corporations and Securities Bureau (n/k/a Bureau of Commercial Services) of the Michigan Department of Commerce (n/k/a Department of Licensing and Regulatory Affairs), referred to hereinafter as the "Bureau of Commercial Services." At the time of incorporation, Richard R. Remund was the resident agent, while the registered office address was listed at 4070 Bay Road, Saginaw, Michigan 48603. *See Exhibit A.*
3. The 2011 Profit Corporation Information Update for Health Care Clinic, Inc., electronically filed on April 20, 2011 by authorized agent Carrie S. Ihrig, lists the corporation's registered office address at 6500 Centurion Drive, Suite 290, Lansing, Michigan 48917. Richard Remund is listed as the company's resident agent at that address. *See Exhibit B.*

4. On information and belief, the principal place of business of Health Care Clinic, Inc. is the same as its registered office address: 6500 Centurion Drive, Suite 290, Lansing, Michigan 48917.
5. Defendant Womens Choice Clinic, Inc., initially named "Medical and Surgical Center, Inc." was duly organized as a domestic corporation on April 1, 1983, operating under the authority of the Michigan Business Corporation Act, 1972 PA 284, MCL 450.1101 *et seq.* It was assigned corporation number 245-820 by the Bureau of Commercial Services. At the time of incorporation, Richard Remund was listed as the resident agent, while the registered office address was listed at 4066 Bay Road, Saginaw, Michigan 48603. *See* Exhibit C.
6. Defendant Womens Choice Clinic, Inc. was originally incorporated with the name "Medical and Surgical Center, Inc." The name was changed to "Womens Choice Clinic, Inc." as recorded by a Certificate of Amendment to the Articles of Incorporation filed on May 24, 1989. *See* Exhibit D.
7. The 2011 Profit Corporation Information Update for Womens Choice Clinic, Inc., electronically filed on April 20, 2011 by authorized agent Carrie S. Ihrig, lists the corporation's registered office address at 6500 Centurion Drive, Suite 290, Lansing, Michigan 48917. Richard Remund is listed as the resident agent at that address. *See* Exhibit E.
8. On information and belief, the principal place of business of Womens Choice Clinic, Inc. is 3141 Cabaret Trail, Suite 400, Saginaw, Michigan 48603.
9. Although the registered office address for each corporation has changed, Richard Remund has continued to be listed in corporate filings as the resident agent for both

Womens Choice Clinic, Inc. and Health Care Clinic, Inc. since their incorporation in 1983.

10. Defendant Margaret Remund is listed on annual corporate filings as an officer of both corporations.

11. John Does I-V are unnamed persons that might serve as officers, directors, shareholders, or agents of the Defendant clinics; these persons may be identified by name during discovery.

JURISDICTION AND VENUE

12. The Attorney General brings this action pursuant to Section 821 of the Michigan Business Corporation Act, MCL 450.1821; applicable sections of the Revised Judicature Act of 1961, specifically Chapter 36, MCL 600.3601 – 600.3645, and Chapter 45, MCL 600.4501 – 600.4545; and MCR 3.306 and 3.310.

13. MCL 450.1821 vests this Court with jurisdiction and venue over this action, and states:

- (1) The attorney general may bring an action in the circuit court of the county in which the principal place of business or registered office of the corporation is located for dissolution of a corporation upon the ground that the corporation has committed any of the following acts:
 - (a) Procured its organization through fraud.
 - (b) Repeatedly and willfully exceeded the authority conferred upon it by law.
 - (c) Repeatedly and willfully conducted its business in an unlawful manner.
- (2) The enumeration in this section of grounds for dissolution does not exclude any other statutory or common law action by the attorney general for dissolution of a corporation or revocation or forfeiture of its corporate franchises.

14. MCL 600.3601 further vests this Court with jurisdiction over the Attorney

General's complaint for injunctive relief, and states:

- (1) Upon complaint being filed by the attorney general, the circuit court may enjoin any corporation from assuming or exercising any franchise, liberty, or privilege or transacting any business not authorized by the corporation's charter. The court may in the same manner restrain any individuals from exercising any corporate rights, privileges, or franchises which have not been granted to them by the laws of this state.
- (2) The court may issue the injunction before the answer, upon satisfactory proof that the defendants have usurped, exercised or claimed any franchise, privilege, liberty, or corporate right not granted to them; and after the answer the injunction may be continued until final judgment is had.

15. MCL 600.4501 requires the Attorney General to file this quo warranto action,

providing:

The attorney general *shall* bring an action for quo warranto when the facts clearly warrant the bringing of that action. If the attorney general receives information from a private party and refuses to act, the private party may bring the action upon leave of court. (emphasis added).

16. Venue in this Court is further consistent with MCR 3.306, which provides in

subsections (A) and (D):

(A) Jurisdiction.

(1) An action for quo warranto against a person who usurps, intrudes into, or unlawfully holds or exercises a state office, or against a state officer who does or suffers an act that by law works a forfeiture of the office, must be brought in the Court of Appeals.

(2) All other actions for quo warranto must be brought in the circuit court.

* * *

(D) Venue. The general venue statutes and rules apply to actions for quo warranto, unless a specific statute or rule contains a special venue provision applicable to an action for quo warranto.

17. Both Defendants Health Care Clinic, Inc. and Womens Choice Clinic, Inc. have

their registered office address in Eaton County. Under the foregoing statutes,

therefore, the Attorney General may bring an action in the Eaton County Circuit

Court to dissolve these corporations and for related injunctive relief against the individual Defendants in their corporate capacities as officers, directors, shareholders, or agents of the Defendant clinics.

COMMON ALLEGATIONS

18. Defendants Health Care Clinic, Inc. and Womens Choice Clinic, Inc. were originally authorized to engage in identical business activities, set forth in Article II of their respective Articles of Incorporation filed with the Bureau of Commercial Services:

“The purpose or purposes for which the corporation is organized to engage in any activity within the purposes for which corporations may be organized under the Business Corporation Act of Michigan.”

See Exhibits A and C.

19. Upon information and belief, Defendants Health Care Clinic, Inc. and Womens Choice Clinic, Inc. operate health clinics that hold themselves out to offer, and do in fact offer and provide, medical services to the public.

20. On January 21, 2000, Defendant Health Care Clinic, Inc. filed a 1999 Corporation Information Update with the Bureau of Commercial Services describing the general nature and kind of business in which the corporation was engaged as “Medical Doctors Office.” *See Exhibit F.*

21. On January 21, 2000, Defendant Womens Choice Clinic, Inc. filed a 1999 Corporation Information Update with the Bureau of Commercial Services describing the general nature and kind of business in which the corporation was engaged as “Medical Clinic Office.” *See Exhibit G.*

22. In response to those 1999 annual filings the Bureau of Commercial Services notified the Defendant clinics, by and through their resident agent Richard

Remund, general business corporations cannot engage in the practice of medicine.

The Defendant clinics were also informed that they must organize as professional corporations in order to continue providing medical services. *See* Exhibit H.

23. On information and belief, as part of the notification process of corporate-form irregularity the Bureau of Commercial Services provided the Defendant clinics with instructions necessary to convert from general business corporations to professional corporations.
24. Instead of converting to professional corporations, however, Defendants Health Care Clinic, Inc. and Womens Choice Clinic, Inc. filed 2002 Profit Corporation Information Update forms with the Bureau of Commercial Services on May 14, 2002 stating a new corporate purpose identical for both corporations:

“Administrative Management Services.” *See* Exhibit I.
25. On April 20, 2011, both Health Care Clinic, Inc. and Womens Choice Clinic, Inc. filed 2009 Profit Corporation Information Update forms with the Bureau of Commercial Services listing the purpose and activities of the corporations as

“Administrative Service Provider for Doctors.” *See* Exhibit J.
26. On information and belief, Defendants Richard Remund, Margaret Remund, and/or John Does I-V are not currently licensed to practice medicine in any capacity or jurisdiction.
27. On information and belief, Defendants Richard Remund, Margaret Remund, and/or John Does I-V were not licensed to practice medicine in 1983 when the corporations were formed.

28. Upon information and belief, and as explained more fully below, Defendants Health Care Clinic, Inc., Womens Choice Clinic, Inc., Richard R. Remund, Margaret Remund, and John Does I-V engage in methods, acts, and practices contrary to law and contrary to the public policy of the State of Michigan and, therefore, misuse and exceed corporate authorities granted to them by the Michigan Business Corporation Act and their respective charters and conduct business in an unlawful manner.

COUNT I

QUO WARRANTO SEEKING DISSOLUTION OF THE CORPORATE DEFENDANTS

29. Plaintiff incorporates by reference Paragraphs 1 through 28 inclusive as stated above.

30. The practice of medicine is one of the traditional “learned professions,” and medical services may not be offered and/or provided to the public by a person or entity organized as a domestic profit corporation or limited liability company. OAG, 1979-1980, No. 5676, p 700 (April 8, 1980); OAG, 1989-1990, No. 6592, p 166 (July 10, 1989).

31. The purpose for limiting the provision of professional services in a learned profession to only the practitioners of art of that learned profession is to avoid the conflict inherent in separating decisions involving professional judgment from those involving profit motives. *People v Carroll*, 274 Mich 451; 264 NW 861 (1936).

32. As a “learned profession,” medical services may only be offered and/or provided to the public in four different ways:

- 1) Direct contact with a licensed medical professional practicing their art as a solo practitioner or in a professional partnership;

- 2) Through a professional corporation organized pursuant to the Professional Service Corporation Act, 1962 PA 192, MCL 450.221 *et seq.*;
- 3) Through a professional limited liability company organized pursuant to Article 9 of the Michigan Limited Liability Company Act, 1993 PA 23, MCL 450.4901 *et seq.*; or
- 4) Through licensed medical practitioners employed by a nonprofit hospital or other corporation organized under the Nonprofit Corporation Act, 1982 PA 162, MCL 450.2101 *et seq.*

33. Section 4 of the Professional Service Corporation Act, MCL 450.224, provides in pertinent part:

(1) Except as provided in this section, 1 or more *licensed persons* may organize under this act to become a shareholder or shareholders of a professional corporation for pecuniary profit.

(2) Except as provided in this section or otherwise prohibited, a professional corporation may render 1 or more *professional services*, except that *each shareholder must be a licensed person* in 1 or more of the *professional services* rendered by the corporation.

(3) Except as otherwise provided in subsection (4) or (5), if a professional corporation renders a professional service that is included within the public health code, 1978 PA 368, MCL 333.1101 to 333.25211, then *all shareholders of the corporation must be licensed or legally authorized in this state to render the same professional service.* (emphasis added).

34. MCL 450.222 includes osteopathic physician, physician, and surgeon among those licensed persons who may deliver professional services under the Professional Service Corporation Act.

35. Section 904 of the Michigan Limited Liability Company Act, MCL 450.4904, provides in pertinent part:

(1) Except as provided in this section or otherwise prohibited, a professional limited liability company may render 1 or more professional

services, and *each member and manager must be a licensed person* in 1 or more of the professional services rendered by the company.

(2) Except as provided in subsection (3) or (4), if a professional limited liability company renders *a professional service that is included within the public health code, 1978 PA 368, MCL 333.1101 to 333.25211*, then *all members and managers of the company must be licensed* or legally authorized in this state to render the same professional service. (emphasis added).

36. Subsection 17001(1)(c) of the Public Health Code, MCL 333.17001(1)(c), defines “medical care services” to mean “those services within the scope of practice of physicians licensed by the board,” and defines the “practice of medicine” in subsection (1)(f) to mean “the diagnosis, treatment, prevention, cure, or relieving of a human disease, ailment, defect, complaint, or other physical or mental condition, by attendance, advice, device, diagnostic test, or other means, or offering, undertaking, attempting to do, or holding oneself out as able to do, any of these acts.”
37. A general business corporation may be formed in Michigan for any lawful purpose except to engage in a business for which a corporation may be formed under any other statute. MCL 450.1251.
38. Michigan law provides three corporate forms wherein the professional services of medical care may be delivered and the practice of medicine performed—a professional service corporation, a professional limited liability company, and a nonprofit corporation.
39. A general business corporation is thus prohibited from the practice medicine and the delivery of medical services in Michigan.
40. Pursuant to the foregoing statutes, it is further impermissible for a profit-seeking general business corporation to employ, or contract with, a licensed physician to provide medical services to the public.

41. Upon information and belief, Defendants Health Care Clinic, Inc., Womens Choice Clinic, Inc., Richard R. Remund, Margaret Remund, and/or John Does I-V entered into contractual agreements with the professional service corporation Lewis H. Twigg, Jr., M.D., P.C. and with Ronald Nichols, M.D. to provide medical and surgical services at the clinics described above. The professional corporation Lewis H. Twigg, Jr., M.D., P.C. in turn employs physicians who perform medical services at the clinics.
42. Upon information and belief, as part of the contractual agreement Defendants provide access to fully-equipped medical clinics, all necessary supplies, and schedule appointments with the patients on whom the doctors perform medical procedures under contract with the clinics. *See* Affidavits of Clinic Employees, attached as Exhibit K.
43. Upon information and belief, Lewis H. Twigg, Jr., M.D., P.C. and Ronald Nichols, M.D. do not provide supplies and equipment necessary for the practice of medicine or provision of medical service at the respective clinics and do not have an established patient population at the clinics.
44. Upon information and belief, Defendants provide billing and collection services for all patient accounts generated by the medical services delivered at the clinics; Lewis Twigg, Jr., M.D., P.C. and Ronald Nichols, M.D. do not accept patient payments or collect on patient accounts.
45. Upon information and belief, as consideration for services performed, Defendants pay Lewis Twigg, M.D., P.C. and Ronald Nichols, M.D. a negotiated fee for each

medical service provided. Each medical service is assigned a separate pre-negotiated fee.

46. Upon information and belief, Defendants provide all advertising and patient solicitation. Lewis Twigg, M.D., P.C. and Ronald Nichols, M.D. do not advertise the services they provide at the clinics or otherwise solicit patients on behalf of the clinics.

47. Defendant clinic corporations hold themselves out to the public as providing medical care and services in telephone yellow page listings. *See Exhibit L.*

48. By so doing, Defendants are practicing medicine as defined in the Michigan Public Health Code, MCL 333.17001. Specifically, Defendants:

- 1) Hold the corporations out and solicit business as clinics lawfully permitted to provide medical services;
- 2) Provide direct patient care, including, but not limited to, the administration of oral and injected medications;
- 3) Perform diagnostic testing;
- 4) Furnish and maintain all equipment and supplies necessary to perform medical services;
- 5) Dispose of all medical waste; and
- 6) Collect cash, credit card, and private insurance payments for all medical services rendered.

49. By and through their contractual agreements with Dr. Twigg's P.C. and with Dr. Nichols, Defendant corporations are engaged in the business of "offering, undertaking, attempting to [perform], or holding [the corporation] out as able to

[offer]” medical services, as defined in MCL 333.17001, to the public and have contracted to have medical services performed for the corporate entities while exercising contractual control over the practitioners providing the medical services.

50. The contractual agreements between Defendants and the independently contracted physicians are in violation of Michigan law because the clinics are not lawfully organized as professional services corporations, professional limited liability companies, or nonprofit corporations that would allow the clinics to offer and/or provide medical services.

51. Defendants Health Care Clinic, Inc. and Womens Choice Clinic, Inc. are organized as profit-seeking general business corporations. Because neither entity is organized as a professional corporation, a professional limited liability company, or a nonprofit corporation, they cannot lawfully offer and/or provide medical services to the public.

52. Upon information and belief, no shareholder of Defendant Health Care Clinic, Inc. or Defendant Womens Choice Clinic, Inc. is a licensed physician, prohibiting their practice of medicine regardless of corporate form. Moreover, Defendants Richard R. Remund, Margaret Remund, and John Does I-V are not licensed to practice medicine in the State of Michigan or any other jurisdiction. Therefore, these Defendants are not permitted as the incorporators, officers, directors, shareholders, or agents of a profit-seeking business corporation, to offer and provide medical services to the public.

53. Without having been properly organized under the Professional Service Corporation Act, the Michigan Limited Liability Company Act, or the Nonprofit Corporation Act, Defendants Health Care Clinic, Inc. and Women's Choice Clinic, Inc. may not employ or independently contract with physicians to offer and/or provide medical services to the public.
54. Statutes prohibiting the practice of medicine by a business corporation protect the health, safety, and welfare of Michigan citizens. See *People v Rogers*, 249 Mich App 77, 94; 641 NW2d 595 (2001).
55. MCL 600.4501 commands the Attorney General to bring an action for quo warranto where, as here, the facts clearly indicate that the action is warranted.

COUNT II

REQUEST FOR INJUNCTIVE RELIEF

56. Plaintiff incorporates by reference Paragraphs 1 through 55 as stated above.
57. The conduct and activities described above are contrary to Michigan law, which prohibits a profit-seeking general business corporation from engaging in the activities of a "learned profession" such as the practice of medicine.
58. As explained above, the corporate practice of medicine can be performed only through a professional service corporation, a professional limited liability company, or through a nonprofit corporation which employs licensed medical practitioners. Defendants Health Care Clinic, Inc. and Womens Choice Clinic, Inc. are not organized as professional corporations, professional limited liability companies, or nonprofit corporations.

59. Since May 2002, the stated corporate purpose for both Defendants Health Care Clinic, Inc. and Womens Choice Clinic, Inc. has been: “Administrative Management Services” or “Administrative Service Provider for Doctors.” The authority conferred upon these corporations by law is therefore expressly limited to the provision of administrative management services.
60. The practice of medicine, by offering and/or providing medical services to the public as set forth above, both exceeds the Defendant clinics’ stated corporate purpose and violates Michigan law.
61. Defendants Richard R. Remund, Margaret Remund, and/or John Does I-V are similarly engaged in the practice of medicine by offering and/or providing medical services to the public.
62. Defendants Richard R. Remund, Margaret Remund, and/or John Does I-V are not licensed to practice medicine in the State of Michigan or any other jurisdiction. Thus, these Defendants as individuals, officers, directors, shareholders, or agents of the improperly-formed corporations are not permitted to practice medicine in the State of Michigan.
63. All of the Defendants are acting beyond the authority conferred upon them by law.
64. MCL 600.3601 empowers this Court to “enjoin any corporation from assuming or exercising any franchise, liberty, or privilege or transacting any business not authorized by the corporation's charter.” The court may similarly enjoin “any individuals from exercising any corporate rights, privileges, or franchises which have not been granted to them by the laws of this state.”

65. MCL 600.3601 authorizes this court to issue a preliminary injunction before the answer is filed “upon satisfactory proof that the defendants have usurped, exercised or claimed any franchise, privilege, liberty, or corporate right not granted to them.” The attachments to the Complaint contain sufficient proof that Defendants are exceeding corporate rights granted by the State of Michigan.
66. MCR 3.310(A)(1) governs preliminary injunctions, and provides that “[e]xcept as otherwise provided by statute or these rules, an injunction may not be granted before a hearing on a motion for a preliminary injunction *or on an order to show cause why a preliminary injunction should not be issued.* (emphasis added).
67. MCR 3.310(B) governs the issuance of temporary restraining orders, and provides the requirements for such orders issued without notice to the adverse party:
- (1) A temporary restraining order may be granted without written or oral notice to the adverse party or the adverse party's attorney only if
 - (a) it clearly appears from specific facts shown by affidavit or by a verified complaint that immediate and irreparable injury, loss, or damage will result to the applicant from the delay required to effect notice or from the risk that notice will itself precipitate adverse action before an order can be issued;
 - (b) the applicant's attorney certifies to the court in writing the efforts, if any, that have been made to give the notice and the reasons supporting the claim that notice should not be required; and
 - (c) a permanent record or memorandum is made of any nonwritten evidence, argument, or other representations made in support of the application.
 - (2) A temporary restraining order granted without notice must:
 - (a) be endorsed with the date and time of issuance;
 - (b) describe the injury and state why it is irreparable and why the order was granted without notice;
 - (c) except in domestic relations actions, set a date for hearing at the earliest possible time on the motion for a preliminary injunction or order to show cause why a preliminary injunction should not be issued.

68. The People of Michigan have been and will continue to be injured as a result of Defendant clinics, and Defendant individuals in their corporate capacities, continuing to practice medicine and offer medical services in violation of the laws of the State of Michigan. The Court can prevent this irreparable harm by issuing a temporary restraining order, together with an order requiring the Defendants to show cause why the preliminary injunction requested below should not issue.
69. The Attorney General's Verified Complaint and attached exhibits provide ample evidence that Defendants Health Care Clinic, Inc., Womens Choice Clinic, Inc., Richard R. Remund, Margaret Remund, and John Does I-V are engaged in the unlawful practice of medicine by offering medical services through illegally-formed corporations, in violation of the laws of the State of Michigan and in excess of their corporate franchises.
70. Absent the requested temporary restraining order, the harm to the People of Michigan will be irreparable because the provision of medical services can never be recalled or reversed once delivered. The harm is also immediate, as Defendants continue to provide unlawful medical services to Michigan residents each day. The People of Michigan are entitled to be provided with medical care services only by a person or business entity that is operating lawfully pursuant to the statutes of Michigan.
71. Notice has not been provided to Defendants of the requested issuance of a temporary restraining order, nor should notice be required, because: (a) the delay attendant with providing notice will allow Defendants to continue providing illegal medical services to the public, to the detriment of the health, safety, and

welfare of the People of this State; and (b) notice presents the risk of adverse action by Defendants, including the possible spoliation of relevant evidence and the potential accelerated delivery of medical care services through the illegally-operating Defendant clinics to patients already scheduled with appointments, thereby placing these patients at an increased risk of harm.

72. A temporary restraining order and an order to show cause why a preliminary injunction should not issue, requested more specifically below, is appropriate.


PRAYER FOR RELIEF

Plaintiff Bill Schuette, Attorney General of the State of Michigan, prays that this Court enter judgment in his favor and order relief as follows:

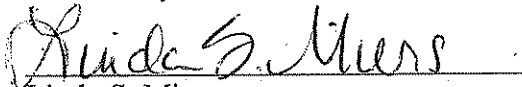
1. Issue an immediate *ex parte* temporary restraining order, an order to show cause why a preliminary injunction should not issue (scheduling the show cause hearing within 14 days), and a preliminary injunction following the show cause hearing, restraining and enjoining the Defendants from offering; undertaking; attempting to do; or holding out the Defendant corporations, or themselves in their corporate capacity as officers, directors, shareholders, or agents of the Defendant corporations, as able to offer medical services to the public, to practice medicine, or to contract to have medical services performed for the corporate Defendants.
2. Dissolve Defendants Health Care Clinic, Inc. and Womens Choice Clinic, Inc., and oust and exclude Defendants Health Care Clinic, Inc. and Womens Choice Clinic, Inc. from their corporate rights, privileges, and franchises as domestic business corporations.

3. Issue a preliminary and permanent injunction preventing Defendants Richard R. Remund, Margaret Remund, and John Does I-V from incorporating, organizing, or doing business in the State of Michigan as an owner, officer, or employee of any other corporation or company for the purpose of offering medical services to the public, practicing medicine, or contracting to have medical services performed for such corporation or company, unless and until they obtain the requisite licenses and otherwise comply with Michigan law.
4. Permanently enjoin Defendants, their employees, agents, and those in active participation or concert with them as follows:
 - a. Defendants Health Care Clinic, Inc. and Womens Choice Clinic, Inc. from doing business in the State of Michigan and from offering or otherwise providing any medical service or procedure that must be offered and provided by a licensed medical professional.
 - b. Defendants Richard R. Remund, Margaret Remund, and unlicensed John Does I-V from doing business in the State of Michigan as an owner, officer, or employee of Defendant profit-seeking business corporations, namely Health Care Clinic, Inc. and Womens Choice Clinic, Inc., and from offering or otherwise providing any medical service or procedure that must be performed by a licensed physician.
5. Order such other relief as is just and required by circumstances.

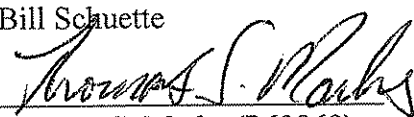
I declare that the statements above are true to the best of my information, knowledge, and belief:


Thomas S. Marks (P69868)
Assistant Attorney General

Subscribed and sworn to before me this 7th day of November 2011.


Linda S. Miers
Notary Public, Jackson County, MI
(Acting in Ingham County)
My Commission Expires: 12/28/16

Respectfully submitted,

Bill Schuette

Thomas S. Marks (P69868)
Christopher L. Kerr (P57131)
Assistant Attorneys General
Attorneys for Plaintiff
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P.O. Box 30755
Lansing, MI 48909
Telephone: (517) 373-1160

Dated: November 7, 2011

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MICHIGAN DEPARTMENT OF COMMERCE -- CORPORATION AND SECURITIES BUREAU

EFFECTIVE DATE
If different than
date of filing:

FILED

Date Received

APR 01 1983

MAR 28 1983

Administrator
MICHIGAN DEPARTMENT OF COMMERCE
Corporation & Securities Bureau

Corporation Number

526-820

(SEE INSTRUCTIONS ON REVERSE SIDE)

ARTICLES OF INCORPORATION

(Domestic Profit Corporation)

These Articles of Incorporation are signed by the incorporator(s) for the purpose of forming a profit corporation pursuant to the provisions of Act 284, Public Acts of 1972, as amended, as follows:

ARTICLE I (See Part 1 of instructions on Page 4.)

The name of the corporation is **HEALTH CARE CLINIC, INC.**

ARTICLE II (See Part 2 of instructions on Page 4.)
(If space below is insufficient, continue on Page 3.)

The purpose or purposes for which the corporation is organized is to engage in any activity within the purposes for which corporations may be organized under the Business Corporation Act of Michigan.

ARTICLE III

The total authorized capital stock is:

1.	Common Shares	50,000	Par Value Per Share \$	1.00
	Preferred Shares		Par Value Per Share \$	

and/or shares without par value as follows (See Part 3 of instructions on Page 4.)

2.	Common Shares	Stated Value Per Share \$	
	Preferred Shares	Stated Value Per Share \$	

3. A statement of all or any of the relative rights, preferences and limitations of the shares of each class is as follows:
(If space below is insufficient, continue on Page 3.)

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ARTICLE IV

1. The address of the initial registered office is: (See Part 4 of instructions on Page 4.)
4070 Bay Road, Saginaw Michigan 48603
NO. AND STREET CITY STATE ZIP
2. Mailing address of the initial registered office if different than above (See Part 4 of instructions on Page 4.)
4070 Bay Road Saginaw Michigan 48603
P. O. BOX CITY STATE ZIP
3. The name of the initial resident agent at the registered office is:
RICHARD REMUND

ARTICLE V (See Part 5 of instructions on Page 4.)

The name(s) and address(es) of the incorporator(s) is (are) as follows:

Name	Residence or Business Address
RICHARD REMUND	4070 Bay Road, Saginaw, Michigan 48603

ARTICLE VI OPTIONAL (Delete Article VI if not applicable.)

When a compromise or arrangement or a plan of reorganization of this corporation is proposed between this corporation and its creditors or any class of them or between this corporation and its shareholders or any class of them, a court of equity jurisdiction within the state, on application of this corporation or of a creditor or shareholder thereof, or on application of a receiver appointed for the corporation, may order a meeting of the creditors or class of creditors or of the shareholders or class of shareholders to be affected by the proposed compromise or arrangement or reorganization, to be summoned in such manner as the court directs. If a majority in number representing $\frac{3}{4}$ in value of the creditors or class of creditors, or of the shareholders or class of shareholders to be affected by the proposed compromise or arrangement or a reorganization, agree to a compromise or arrangement or a reorganization of this corporation as a consequence of the compromise or arrangement, the compromise or arrangement and the reorganization, if sanctioned by the court to which the application has been made, shall be binding on all the creditors or class of creditors, or on all the shareholders or class of shareholders and also on this corporation.

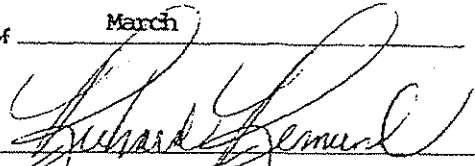
ARTICLE VII OPTIONAL (Delete Article VII if not applicable.)

Any action required or permitted by this act to be taken at an annual or special meeting of shareholders may be taken without a meeting, without prior notice and without a vote, if a consent in writing, setting forth the action so taken, is signed by the holders of outstanding stock having not less than the minimum number of votes that would be necessary to authorize or take the action at a meeting at which all shares entitled to vote thereon were present and voted.

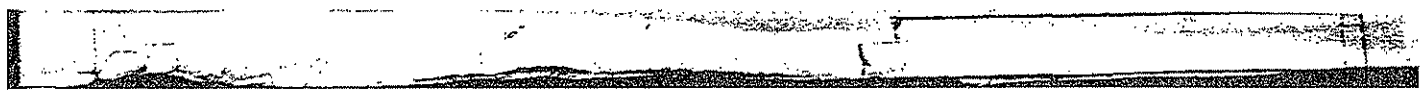
Prompt notice of the taking of the corporate action without a meeting by less than unanimous written consent shall be given to shareholders who have not consented in writing.

Please indicate which article you are responding to and/or insert any desired additional provisions authorized by the act by adding additional articles here.

I (We), the incorporator(s) sign my (our) name(s) this 24th day of March 19 83


RICHARD REMUND

(INSTRUCTIONS ON PAGE 4)



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MICHIGAN DEPARTMENT OF ENERGY, LABOR & ECONOMIC GROWTH
 BUREAU OF COMMERCIAL SERVICES, CORPORATION DIVISION
 PROFIT CORPORATION INFORMATION UPDATE

2011

On behalf of the Corporation, I certify that no changes have occurred in required information since the last filed annual report.

Identification Number

226820

Corporation Name

HEALTH CARE CLINIC, INC.

Resident agent name and mailing address of the registered office

RICHARD REMUND

MI

The address of the registered office

6500 CENTURION DR STE 290

LANSING MI 48917

Describe the purpose and activities of the corporation during the year covered by this report.

Electronic Signature

Filed By

CARRIE S. IHRIG

Title

Authorized Agent

Phone

517-487-8300



I certify that this filing is submitted without fraudulent intent and that I am authorized by the business entity to make any changes reported herein.

Payment Information

Payment Amount

\$ 25

Payment Date/Time

04/20/2011 16:52:10

Reference Nbr

71315 6801 226820 2011

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MICHIGAN DEPARTMENT OF COMMERCE CORPORATION AND SECURITIES BUREAU

EFFECTIVE DATE

If different than date of filing:

FILED

APR 1 1983

Administrator
MICHIGAN DEPARTMENT OF COMMERCE
Corporation & Securities Bureau

Date Received

MAR 28 1983

Corporation Number

245-820

(SEE INSTRUCTIONS ON REVERSE SIDE)

ARTICLES OF INCORPORATION

(Domestic Profit Corporation)

These Articles of Incorporation are signed by the incorporator(s) for the purpose of forming a profit corporation pursuant to the provisions of Act 284, Public Acts of 1972, as amended, as follows:

ARTICLE I (See Part 1 of instructions on Page 4.)

The name of the corporation is MEDICAL AND SURGICAL CENTER, INC.

ARTICLE II (See Part 2 of instructions on Page 4.)
(If space below is insufficient, continue on Page 3.)

The purpose or purposes for which the corporation is organized is to engage in any activity within the purposes for which corporations may be organized under the Business Corporation Act of Michigan.

ARTICLE III

The total authorized capital stock is:

1.	Common Shares	<u>50,000</u>	Par Value Per Share \$	<u>1.00</u>
	Preferred Shares		Par Value Per Share \$	

and/or shares without par value as follows (See Part 3 of instructions on Page 4.)

2.	Common Shares		Stated Value Per Share \$	
	Preferred Shares		Stated Value Per Share \$	

3. A statement of all or any of the relative rights, preferences and limitations of the shares of each class is as follows:
(If space below is insufficient, continue on Page 3.)

ARTICLE IV

1. The address of the initial registered office is: (See Part 4 of instructions on Page 4.)

4066 Bay Road Saginaw Michigan 48603
NO. AND STREET CITY STATE ZIP

2. Mailing address of the initial registered office if different than above (See Part 4 of instructions on Page 4.)

4066 Bay Road Saginaw Michigan 48603
P. O. BOX CITY STATE ZIP

3. The name of the initial resident agent at the registered office is:

RICHARD REMOND

ARTICLE V (See Part 5 of instructions on Page 4.)

The name(s) and address(es) of the incorporator(s) is (are) as follows:

Name	Residence or Business Address	
<u>RICHARD REMOND</u>	<u>4066 Bay Road, Saginaw, Michigan</u>	<u>48603</u>

ARTICLE VI OPTIONAL (Delete Article VI if not applicable.)

When a compromise or arrangement or a plan of reorganization of this corporation is proposed between this corporation and its creditors or any class of them or between this corporation and its shareholders or any class of them, a court of equity jurisdiction within the state, on application of this corporation or of a creditor or shareholder thereof, or on application of a receiver appointed for the corporation, may order a meeting of the creditors or class of creditors or of the shareholders or class of shareholders to be affected by the proposed compromise or arrangement or reorganization, to be summoned in such manner as the court directs. If a majority in number representing $\frac{3}{4}$ in value of the creditors or class of creditors, or of the shareholders or class of shareholders to be affected by the proposed compromise or arrangement or a reorganization, agree to a compromise or arrangement or a reorganization of this corporation as a consequence of the compromise or arrangement, the compromise or arrangement and the reorganization, if sanctioned by the court to which the application has been made, shall be binding on all the creditors or class of creditors, or on all the shareholders or class of shareholders and also on this corporation.

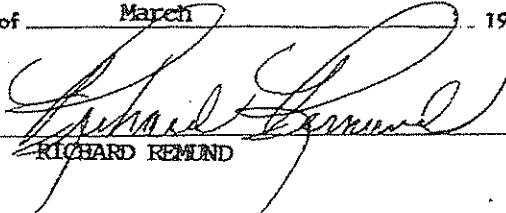
ARTICLE VII OPTIONAL (Delete Article VII if not applicable.)

Any action required or permitted by this act to be taken at an annual or special meeting of shareholders may be taken without a meeting, without prior notice and without a vote, if a consent in writing, setting forth the action so taken, is signed by the holders of outstanding stock having not less than the minimum number of votes that would be necessary to authorize or take the action at a meeting at which all shares entitled to vote thereon were present and voted.

Prompt notice of the taking of the corporate action without a meeting by less than unanimous written consent shall be given to shareholders who have not consented in writing.

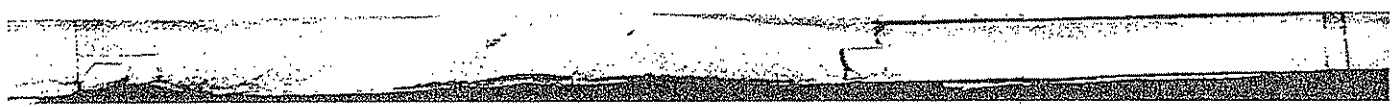
Please indicate which article you are responding to and/or insert any desired additional provisions authorized by the act by adding additional articles here.

I (We), the incorporator(s) sign my (our) name(s) this 24th day of March 19 83



RICHARD REMIND

(INSTRUCTIONS ON PAGE 4)



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MICHIGAN DEPARTMENT OF COMMERCE — CORPORATION AND SECURITIES BUREAU	
(FOR BUREAU USE ONLY)	Date Received MAY 11 1989
<h1 style="margin: 0;">FILED</h1> <p style="margin: 10px 0;">MAY 24 1989</p> <p style="margin: 0;">Administrator MICHIGAN DEPARTMENT OF COMMERCE Corporation & Securities Bureau</p>	

CERTIFICATE OF AMENDMENT TO THE ARTICLES OF INCORPORATION

For use by Domestic Corporations

(Please read instructions and Paperwork Reduction Act notice on last page)

Pursuant to the provisions of Act 284, Public Acts of 1972, as amended (profit corporations), or Act 162, Public Acts of 1982 (nonprofit corporations), the undersigned corporation executes the following Certificate:

1. The present name of the corporation is:	Medical and Surgical Center, Inc.								
2. The corporation identification number (CID) assigned by the Bureau is:	<table border="1" style="display: inline-table; border-collapse: collapse; text-align: center;"> <tr> <td style="width: 20px;">2</td> <td style="width: 20px;">4</td> <td style="width: 20px;">5</td> <td style="width: 20px;">—</td> <td style="width: 20px;">8</td> <td style="width: 20px;">2</td> <td style="width: 20px;">0</td> </tr> </table>	2	4	5	—	8	2	0	
2	4	5	—	8	2	0			
3. The location of its registered office is:	<table style="width: 100%; border-collapse: collapse;"> <tr> <td style="width: 45%; border-bottom: 1px solid black; text-align: center;">4070 Bay Rd.</td> <td style="width: 15%; border-bottom: 1px solid black; text-align: center;">Saginaw</td> <td style="width: 15%; border-bottom: 1px solid black; text-align: center;">Michigan</td> <td style="width: 25%; border-bottom: 1px solid black; text-align: center;">48603</td> </tr> <tr> <td style="font-size: small; text-align: center;">(Street Address)</td> <td style="font-size: small; text-align: center;">(City)</td> <td></td> <td style="font-size: small; text-align: center;">(ZIP Code)</td> </tr> </table>	4070 Bay Rd.	Saginaw	Michigan	48603	(Street Address)	(City)		(ZIP Code)
4070 Bay Rd.	Saginaw	Michigan	48603						
(Street Address)	(City)		(ZIP Code)						

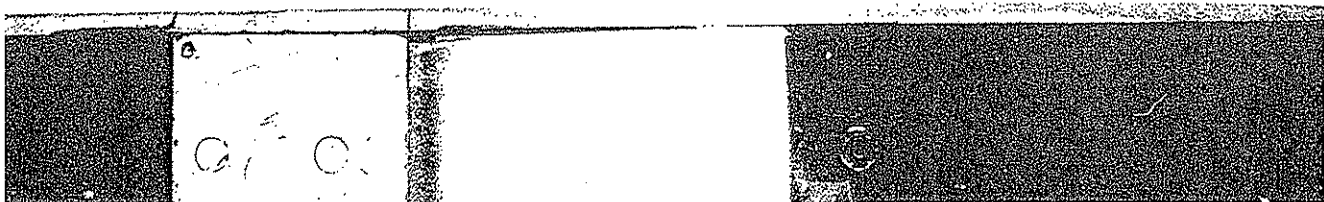
4. Article I + IV of the Articles of Incorporation is hereby amended to read as follows:

The name of the corporation is Womens Choice Clinic, Inc.

ARTICLE IV

1. THE LOCATION OF THE REGISTERED OFFICE IS:
 355 EAST BIG BOWEN TROY, MI 48084

2. MAILING ADDRESS OF THE REGISTERED OFFICE IS:
 355 EAST BIG BOWEN TROY, MI 48084



5. COMPLETE SECTION (a) IF THE AMENDMENT WAS ADOPTED BY THE UNANIMOUS CONSENT OF THE INCORPORATOR(S) BEFORE THE FIRST MEETING OF THE BOARD OF DIRECTORS OR TRUSTEES; OTHERWISE, COMPLETE SECTION (b)

a. The foregoing amendment to the Articles of Incorporation was duly adopted on the _____ day of _____, 19____, in accordance with the provisions of the Act by the unanimous consent of the incorporator(s) before the first meeting of the board of directors or trustees.

Signed this _____ day of _____, 19____

(Signatures of all incorporators; type or print name under each signature)

b. The foregoing amendment to the Articles of Incorporation was duly adopted on the 1st day of January, 1989. The amendment: (check one of the following)

was duly adopted in accordance with Section 611(2) of the Act by the vote of the shareholders if a profit corporation, or by the vote of the shareholders or members if a nonprofit corporation, or by the vote of the directors if a nonprofit corporation organized on a nonstock directorship basis. The necessary votes were cast in favor of the amendment.

was duly adopted by the written consent of all the directors pursuant to Section 525 of the Act and the corporation is a nonprofit corporation organized on a nonstock directorship basis.

was duly adopted by the written consent of the shareholders or members having not less than the minimum number of votes required by statute in accordance with Section 407(1) and (2) of the Act. Written notice to shareholders or members who have not consented in writing has been given. (Note: Written consent by less than all of the shareholders or members is permitted only if such provision appears in the Articles of Incorporation.)

was duly adopted by the written consent of all the shareholders or members entitled to vote in accordance with Section 407(3) of the Act.

Signed this 18 day of APRIL, 1989

By Richard Remund
(Signature)

Richard Remund, President
(Type or Print Name and Title)

DOCUMENT WILL BE RETURNED TO NAME AND MAILING ADDRESS INDICATED IN THE BOX BELOW. Include name, street and number (or P.O. box), city, state and ZIP code.

Name of person or organization remitting fees:

David W. Rafalski, C.P.A., P.C.
911 W. Big Beaver Rd. #211
Troy, MI 48084

Preparer's name and business telephone number:

David W. Rafalski, C.P.A.

(313) 362-2040

INFORMATION AND INSTRUCTIONS

1. This form is issued under the authority of Act 284, P.A. of 1972, as amended, and Act 162, P.A. of 1982. The amendment cannot be filed until this form, or a comparable document, is submitted.
2. Submit one original copy of this document. Upon filing, a microfilm copy will be prepared for the records of the Corporation and Securities Bureau. The original copy will be returned to the address appearing in the box above as evidence of filing.
Since this document must be microfilmed, it is important that the filing be legible. Documents with poor black and white contrast, or otherwise illegible, will be rejected.
3. This document is to be used pursuant to the provisions of section 631 of the Act for the purpose of amending the articles of incorporation of a domestic profit or nonprofit corporation. A nonprofit corporation is one incorporated to carry out any lawful purpose or purposes not involving pecuniary profit or gain for its directors, officers, shareholders, or members. A nonprofit corporation organized on a nonstock directorship basis, as authorized by Section 302 of the Act, may or may not have members, but if it has members, the members are not entitled to vote.
4. Item 2—Enter the identification number previously assigned by the Bureau. If this number is unknown, leave it blank.
5. Item 4—The entire article being amended must be set forth in its entirety. However, if the article being amended is divided into separately identifiable sections, only the sections being amended need be included.
6. This document is effective on the date approved and filed by the Bureau. A later effective date, no more than 90 days after the date of delivery, may be stated.
7. If the amendment is adopted before the first meeting of the board of directors, item 5(a) must be completed and signed in ink by all of the incorporators. If the amendment is otherwise adopted, item 5(b) must be completed and signed in ink by the president, vice-president, chairperson, or vice-chairperson of the corporation.
8. FEES: Filing fee (Make remittance payable to State of Michigan) \$10.00
Franchise fee for profit corporations (payable only if authorized capital stock has increased) —
1/2 mill (.0005) on each dollar of increase over highest previous authorized capital stock.

9. Mail form and fee to:
Michigan Department of Commerce
Corporation and Securities Bureau
Corporation Division
P.O. Box 30054
Lansing, MI 48909
Telephone: (517) 373-0493

CID - 245-820
NOTICE OF FILING OF DOCUMENT

The enclosed document has been filed by the Corporation and Securities Bureau, Michigan Department of Commerce. A microfilm copy of the document has been prepared for the Bureau's files. **THE ENCLOSED ORIGINAL DOCUMENT SHOULD BE RETAINED FOR YOUR RECORDS AS PROOF OF FILING.**

Each corporation or limited partnership is assigned an identification number as indicated on the document. Please make reference to this number in any future correspondence or filing with this office.

If checked, the following item(s) apply to this filing and should be noted.

- The Certificate must reflect the registered office and/or resident agent on record prior to the filing of this change. We have adjusted the Certificate accordingly.
- Adjustments made within this document were made pursuant to telephone authorization, *Rev David RABALAISI.*
- The Act requires only one originally executed copy of a document to be submitted for filing. We return the duplicate copies herewith.
- Fees remitted are in excess in the amount of _____ and a refund of this excess has been ordered. The State refund warrant will be forthcoming in the near future.
- A mailing address for the registered office of a foreign corporation is not required under Michigan law. The registered office mailing address indicated on the Certificate will be placed on record for informational purposes only and will not be used for mailings originating from this office.
- Pursuant to Section 1021 (2), Act 284, P.A. of 1972, as amended (MCL 450.2021); a foreign corporation that is the survivor of a merger must file a certificate attesting to the occurrence of the merger, issued by the office where the merger is filed, within 30 days after the merger becomes effective. The filing fee for this certificate is \$10.00. If the merger changes the name of the survivor, the nature of the business in Michigan, or its authorized capital stock, the enclosed Amended Application should also be filed with this office. The filing fee for the Amended Application is \$10.00. Remittances should be made payable to the State of Michigan.
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**MICHIGAN DEPARTMENT OF ENERGY, LABOR & ECONOMIC GROWTH
BUREAU OF COMMERCIAL SERVICES, CORPORATION DIVISION
PROFIT CORPORATION INFORMATION UPDATE**

2011

On behalf of the Corporation, I certify that no changes have occurred in required information since the last filed annual report.

Identification Number 245820	Corporation Name WOMENS CHOICE CLINIC, INC.
Resident agent name and mailing address of the registered office RICHARD REMUND	
MI	
The address of the registered office 6500 CENTURION DR STE 290	
LANSING MI 48917	
Describe the purpose and activities of the corporation during the year covered by this report:	

Electronic Signature

Filed By CARRIE S. IHRIG	Title Authorized Agent	Phone 517-487-8300
------------------------------------	----------------------------------	------------------------------

I certify that this filing is submitted without fraudulent intent and that I am authorized by the business entity to make any changes reported herein.

Payment Information

Payment Amount \$ 25	Payment Date/Time 04/20/2011 17:02:16	Reference Nbr 71315 6801 245820 2011
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**CORPORATION INFORMATION UPDATE
1999**

To certify there are no changes from your previous filing check this box and sign the form at the bottom.

FOR BUREAU USE ONLY	
<p align="center">226820</p> <p>IDENTIFICATION NUMBER</p>	<p>RETURN TO :</p> <p>MICHIGAN DEPARTMENT OF CONSUMER AND INDUSTRY SERVICES CORPORATION, SECURITIES AND LAND DEVELOPMENT BUREAU P.O. BOX 30702 LANSING MI 48909-8202</p>
<p>Corporate Name and Mailing Address</p> <p align="center">HEALTH CARE CLINIC, INC. 815 COOLIDGE STE 303 LANSING MI 48912</p>	
<p>FILED BY DEPARTMENT JAN 21 2000</p>	
<p>Registered Office Address in Michigan - NO., STREET, CITY, ZIP</p> <p>815 COOLIDGE STE 303 LANSING 48912</p>	<p>Resident Agent</p> <p>RICHARD REMUND</p>

<p>If there are changes from your previous filing, you must complete Items 1 through 5.</p>																									
<p>1. Mailing address of registered office if different than preprinted information above</p>	<p>2. Resident Agent if different than above</p>																								
<p>3. Address of registered office if different than preprinted information above - NO., STREET, CITY, ZIP</p>																									
<p>4. Describe the general nature and kind of business in which the corporation is engaged:</p> <p align="center"><i>MEDICAL DOCTORS OFFICE</i></p>																									
<p>5.</p> <table border="1" style="width:100%; border-collapse: collapse;"> <thead> <tr> <th style="width: 10%;"></th> <th style="width: 40%;">NAME</th> <th style="width: 50%;">BUSINESS OR RESIDENCE ADDRESS</th> </tr> </thead> <tbody> <tr> <td style="vertical-align: top;"> <p>President (Required)</p> </td> <td><i>RICHARD REMUND</i></td> <td><i>815 COOLIDGE #303 LANS, MI 48912</i></td> </tr> <tr> <td style="vertical-align: top;"> <p>Vice President</p> </td> <td></td> <td></td> </tr> <tr> <td style="vertical-align: top;"> <p><i>If different than President</i></p> <p>Secretary (Required)</p> </td> <td><i>MARGARET REMUND</i></td> <td><i>" " "</i></td> </tr> <tr> <td style="vertical-align: top;"> <p>Treasurer (Required)</p> </td> <td><i>RICHARD REMUND</i></td> <td><i>" " "</i></td> </tr> <tr> <td style="vertical-align: top;"> <p><i>If different than Officers</i></p> <p>Director</p> </td> <td></td> <td></td> </tr> <tr> <td style="vertical-align: top;"> <p>Director</p> </td> <td></td> <td></td> </tr> <tr> <td style="vertical-align: top;"> <p>Director</p> </td> <td></td> <td></td> </tr> </tbody> </table>			NAME	BUSINESS OR RESIDENCE ADDRESS	<p>President (Required)</p>	<i>RICHARD REMUND</i>	<i>815 COOLIDGE #303 LANS, MI 48912</i>	<p>Vice President</p>			<p><i>If different than President</i></p> <p>Secretary (Required)</p>	<i>MARGARET REMUND</i>	<i>" " "</i>	<p>Treasurer (Required)</p>	<i>RICHARD REMUND</i>	<i>" " "</i>	<p><i>If different than Officers</i></p> <p>Director</p>			<p>Director</p>			<p>Director</p>		
	NAME	BUSINESS OR RESIDENCE ADDRESS																							
<p>President (Required)</p>	<i>RICHARD REMUND</i>	<i>815 COOLIDGE #303 LANS, MI 48912</i>																							
<p>Vice President</p>																									
<p><i>If different than President</i></p> <p>Secretary (Required)</p>	<i>MARGARET REMUND</i>	<i>" " "</i>																							
<p>Treasurer (Required)</p>	<i>RICHARD REMUND</i>	<i>" " "</i>																							
<p><i>If different than Officers</i></p> <p>Director</p>																									
<p>Director</p>																									
<p>Director</p>																									
<p>The corporation states that the address of its registered office and the address of its resident agent are identical. Any changes were authorized by resolution duly adopted by its board of directors.</p>																									
<p>Enclose \$15.00 made payable to the State of Michigan. This report must be filed on or before May 15</p>																									
<p>Signature of an authorized officer or agent of the corporation</p> <p><i>[Signature]</i></p>	<p>Title</p> <p><i>[Signature]</i></p>	<p>Date</p> <p><i>1-12-00</i></p>																							

Required by Section 911, Act 284, Public Acts of 1972, as amended. Failure to file this report may result in the dissolution of the corporation.

C&S 2500 (Rev. 12/98)

815 UB-CK-012053

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**CORPORATION INFORMATION UPDATE
1999**

To certify there are no changes from your previous filing check this box and sign the form at the bottom.

FOR BUREAU USE ONLY

245820	RETURN TO: MICHIGAN DEPARTMENT OF CONSUMER AND INDUSTRY SERVICES CORPORATION, SECURITIES AND LAND DEVELOPMENT BUREAU P.O. BOX 30702 LANSING MI 48909-8202	
IDENTIFICATION NUMBER		
Corporate Name and Mailing Address WOMENS CHOICE CLINIC, INC. 815 COOLIDGE RD STE 303 LANSING MI 48912		
		FILED BY DEPARTMENT JAN 21 2000
Registered Office Address in Michigan - NO., STREET, CITY, ZIP 815 COOLIDGE RD STE 303 LANSING 48912		Resident Agent RICHARD REMUND

If there are changes from your previous filing, you must complete Items 1 through 5.

1. Mailing address of registered office if different than preprinted information above	2. Resident Agent if different than above
3. Address of registered office if different than preprinted information above - NO., STREET, CITY, ZIP	

4. Describe the general nature and kind of business in which the corporation is engaged:

MEDICAL CLINIC OFFICE

5.		NAME	BUSINESS OR RESIDENCE ADDRESS
If different than President	President (Required)	<i>RICHARD REMUND</i>	<i>815 COOLIDGE #303 LANSING MI 48912</i>
	Vice President	<i>"</i>	<i>"</i>
	Secretary (Required)	<i>MARGARET REMUND</i>	<i>" " " "</i>
	Treasurer (Required)	<i>RICHARD REMUND</i>	<i>" " " "</i>
If different than Officers	Director		
	Director		
	Director		

The corporation states that the address of its registered office and the address of its resident agent are identical. Any changes were authorized by resolution duly adopted by its board of directors.	Enclose \$15.00 made payable to the State of Michigan. This report must be filed on or before May 15
---	--

Signature of an authorized officer or agent of the corporation <i>[Signature]</i>	Title <i>President</i>	Date <i>1/12/00</i>
--	---------------------------	------------------------

Required by Section 911, Act 284, Public Acts of 1972, as amended. Failure to file this report may result in the dissolution of the corporation.

1875 UB-CR-92003

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January 25, 2000

RICHARD REMUND
815 COOLIDGE RD STE 303
LANSING MI 48912

RE: Womens Choice Clinic, Inc.
Health Care Clinic, Inc.

ID 245-820
ID 226-820

C&S-775
UPDATE FILE *978*

2	4	5	-	8	2	0
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C&S-775
UPDATE FILE *978*

2	2	6	-	8	2	0
---	---	---	---	---	---	---

Dear Mr. Remund:

We acknowledge receipt of the 1998 and 1999 Annual Report / Information Update, with the fee of \$75.00 for the above corporations.

The Information Updates have been filed.

However, according to the reports, the purposes of the corporations are "medical clinic office" and "medical office".

It appears that the corporations are providing medical services and therefore should be organized as Professional Service corporations. Domestic Profit corporations cannot provide medical services. I have enclosed Attorney General Opinion 6592 for your reference.

To change the corporations from Domestic Profit corporations to Professional Service corporations, complete the enclosed C&S-510 (1 for each corporation).

The filing fee is \$10.00 per corporation.

If you have any questions, please contact me by writing Corporation, Securities and Land Development Bureau, Corporation Division, P.O. Box 30054, Lansing, MI 48909-7554 or by calling (517) 241-6400

Sincerely,

Mr. Tracy L. Goss
Senior Document Examiner
Corporation Division
(517) 241-6400

TLG/cm

Encl.

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2000 PROFIT CORPORATION INFORMATION UPDATE

To certify there are no changes from your previous filing check this box and proceed to Item 6. If the resident agent and/or registered office has changed complete Items 1-6. If only officer and director information has changed complete Items 4-6.

FOR BUREAU USE ONLY

Identification number 245820	Corporation name WOMENS CHOICE CLINIC, INC.
---------------------------------	--

FILED BY DEPARTMENT
2002 MAY 14 AM 8:42

Resident agent name and mailing address of the registered office

RICHARD REMUND
815 COOLIDGE RD STE 303
LANSING MI 48912

The address of the registered office

815 COOLIDGE RD STE 303
LANSING 48912

1. Mailing address of registered office in Michigan (may be a P.O. Box)	2. Resident Agent
---	-------------------

3. The address of the registered office in Michigan (A P.O. Box may not be designated as the address of the registered office)

4. Describe the general nature and kind of business in which the corporation is engaged:

ADMINISTRATIVE MANAGEMENT SERVICES

5.	NAME	BUSINESS OR RESIDENCE ADDRESS
President (Required)	RICHARD REMUND	815 COOLIDGE #303 LANSING MI 48912
Secretary (Required)	MARGARET REMUND	" " " " " "
Treasurer (Required)	RICHARD REMUND	" " " " " "
Vice President		
Director		
Director		
Director		

6. The filing fee is \$15.00. Please make your check or money order payable to the State of Michigan. This report must be filed on or before May 15, 2000.

Return this signed report with fee to:
Michigan Department of Consumer & Industry Services
Corporation, Securities and Land Development Bureau
P.O. Box 30702
Lansing, MI 48909-8202
(517) 241-6460

Signature of authorized officer or agent	Title	Date	Phone (Optional)
<i>[Signature]</i>	<i>[Signature]</i>	5/02/02	MAY 06 2002

If more space is needed additional pages may be included. Do not staple any items to report. This report is required by Section 911, Act 284, Public Acts of 1972, as amended. Failure to file this report may result in the dissolution of the corporation.

15-UB-CK-128139

MICHIGAN DEPARTMENT OF CONSUMER & INDUSTRY SERVICES
BUREAU OF COMMERCIAL SERVICES, CORPORATION DIVISION
2000 PROFIT CORPORATION INFORMATION UPDATE



To certify there are no changes from your previous filing check this box and proceed to Item 6. If the resident agent and/or registered office has changed complete Items 1-6. If only officer and director information has changed complete Items 4-6.

FOR BUREAU USE ONLY

Identification Number 226820	Corporation name HEALTH CARE CLINIC, INC.
--	--

Resident agent name and mailing address of the registered office

**RICHARD REMUND
815 COOLIDGE STE 303
LANSING MI 48912**

FILED BY DEPARTMENT
2002 MAY 14 AM 8:4

The address of the registered office

**815 COOLIDGE STE 303
LANSING MI 48912**

1. Mailing address of registered office in Michigan (may be a P.O. Box) 815 COOLIDGE RD #303 LANSING MI 48912	2. Resident Agent RICHARD REMUND
3. The address of the registered office in Michigan (a P.O. Box may not be designated as the address of the registered office) SAME	

4. Describe the general nature and kind of business in which the corporation is engaged:
ADMINISTRATIVE MANAGEMENT SERVICES

5.	NAME	BUSINESS OR RESIDENCE ADDRESS
President (Required)	RICHARD REMUND	815 COOLIDGE #303 LANSING MI 48912
Secretary (Required)	MARGARET REMUND	" " " " " "
Treasurer (Required)	RICHARD REMUND	" " " " " "
Vice President		
Director		
Director		
Director		

6. The filing fee is \$15.00. Please make your check or money order payable to the State of Michigan. This report must be filed on or before May 15. Return this signed report with fee to:

Michigan Department of Consumer & Industry Services
Bureau of Commercial Services, Corporation Division
P.O. Box 30702
Lansing, MI 48909-8202
(517) 241-6470

Signature of authorized officer or agent 	Title CEO	Date 5/02/02	Phase/Continuation MAY 06 2002
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If more space is needed additional pages may be included. Do not staple any items to report. This report is required by Section 911, Public Acts of 1972, as amended. Failure to file this report may result in the dissolution of the corporation.

150 LB CK 128139

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MICHIGAN DEPARTMENT OF ENERGY, LABOR & ECONOMIC GROWTH
 BUREAU OF COMMERCIAL SERVICES, CORPORATION DIVISION
 PROFIT CORPORATION INFORMATION UPDATE

2009

Identification Number 245820	Corporation Name WOMENS CHOICE CLINIC, INC.
--	---

Resident agent name and mailing address of the registered office
RICHARD REMUND

MI

The address of the registered office
6500 CENTURION DR STE 290

LANSING MI 48917

Describe the purpose and activities of the corporation during the year covered by this report:
ADMINISTRATIVE SERVICE PROVIDER FOR DOCTORS

Officer/Director Information		
NAME	TITLE	BUSINESS OR RESIDENCE ADDRESS
RICHARD R. REMUND	PRESIDENT	6500 CENTURION DR STE 290 LANSING MI 48917
MARGARET V. REMUND	SECRETARY	6500 CENTURION DR STE 290 LANSING MI 48917
RICHARD R. REMUND	TREASURER	6500 CENTURION DR STE 290 LANSING MI 48917
MARGARET V. REMUND	VICE PRESIDENT	6500 CENTURION DR STE 290 LANSING MI 48917
MARGARET V. REMUND	DIRECTOR	6500 CENTURION DR STE 290 LANSING MI 48917
RICHARD R. REMUND	DIRECTOR	6500 CENTURION DR STE 290 LANSING MI 48917

Electronic Signature		
Filed By CARRIE S. IHRIG	Title Authorized Agent	Phone 517-487-8300
<input checked="" type="checkbox"/> I certify that this filing is submitted without fraudulent intent and that I am authorized by the business entity to make any changes reported herein.		

Payment Information		
Payment Amount \$ 75	Payment Date/Time 04/20/2011 16:58:54	Reference Nbr 71315 6801 245820 2009

**MICHIGAN DEPARTMENT OF ENERGY, LABOR & ECONOMIC GROWTH
BUREAU OF COMMERCIAL SERVICES, CORPORATION DIVISION
PROFIT CORPORATION INFORMATION UPDATE**

2009

Identification Number 226820	Corporation Name HEALTH CARE CLINIC, INC.	
Resident agent name and mailing address of the registered office RICHARD REMUND		
MI		
The address of the registered office 6500 CENTURION DR STE 290		
LANSING MI 48917		
Describe the purpose and activities of the corporation during the year covered by this report: ADMINISTRATIVE SERVICE PROVIDER FOR DOCTORS		
Officer/Director Information		
NAME	TITLE	BUSINESS OR RESIDENCE ADDRESS
RICHARD R. REMUND	PRESIDENT	6500 CENTURION DR STE 290 LANSING MI 48917
MARGARET V. REMUND	SECRETARY	6500 CENTURION DR STE 290 LANSING MI 48917
RICHARD R. REMUND	TREASURER	6500 CENTURION DR STE 290 LANSING MI 48917
MARGARET V. REMUND	VICE PRESIDENT	6500 CENTURION DR STE 290 LANSING MI 48917
MARGARET V. REMUND	DIRECTOR	6500 CENTURION DR STE 290 LANSING MI 48917
RICHARD R. REMUND	DIRECTOR	6500 CENTURION DR STE 290 LANSING MI 48917
Electronic Signature		
Filed By CARRIE S. IHRIG	Title Authorized Agent	Phone 5174878300
<input checked="" type="checkbox"/> I certify that this filing is submitted without fraudulent intent and that I am authorized by the business entity to make any changes reported herein.		
Payment Information		
Payment Amount \$ 75	Payment Date/Time 04/20/2011 16:48:10	Reference Nbr 71315 6801 226820 2009

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STATE OF MICHIGAN
56th JUDICIAL CIRCUIT COURT
EATON COUNTY

BILL SCHUETTE, Attorney General
of the State of Michigan

Plaintiff,

Case No.:

Honorable

v

HEALTH CARE CLINIC, INC.,
WOMENS CHOICE CLININC, INC.,
(f/k/a Medical and Surgical Center, Inc.),
and RICHARD R. REMUND, MARGARET
REMUND, and JOHN DOES I-V, as individuals
and d/b/a HEALTH CARE CLINIC, INC.
and WOMENS CHOICE CLINIC, INC.

Defendants.


THOMAS S. MARKS (P69868)
SUZAN M. SANFORD (P40947)
Michigan Department of Attorney General
Corporate Oversight Division
P.O. Box 30755
Lansing, MI 48909
Telephone: (517) 373-1160
Attorneys for Plaintiff

AFFIDAVIT OF KELLY D. LAWSON

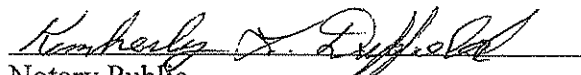
STATE OF MICHIGAN)
) ss
COUNTY OF _____)

I, Kelly D. Lawson, being first duly sworn, depose and state as follows:

1. I have personal knowledge of the facts set forth in this affidavit and am competent to testify regarding such facts if called upon to do so.
2. I am currently employed as a part-time medical assistant at Women's Choice Clinic, Inc. I am compensated by a standard payroll check. At the end of each calendar year, I am issued a W-2 from the clinic.
3. In the course and scope of my employment with the clinic, I have direct patient contact. Said contact includes escorting patients to exam rooms, taking patient histories and vital signs (i.e., blood pressure), and administering certain medications.
4. In the course and scope of my employment with the clinic, I observe and am familiar with the general office procedures regarding patient registration and payment for services rendered.
5. Barbara Armstrong is the clinic's current office manager. She processes all patient payments, which are made directly to the clinic.
6. Generally speaking, Ms. Armstrong checks in all patients prior to their appointments, and processes all payments and paperwork before medical services are rendered.
7. During the course and scope of my employment, I have occasion to observe that ultrasounds are performed by Amber Corp, a medical assistant, or Ms. Armstrong. The physicians do not typically oversee the ultrasounds, but rather review the results obtained by Ms. Corp and/or Ms. Armstrong. The physicians perform ultrasounds only when they identify a medical need or if the original ultrasound results are questionable or unclear.
8. The affiant states nothing further.


Kelly D. Lawson

Subscribed to and sworn before me
On this 31st day of August, 2011.


Notary Public

Eaton County, Michigan

My commission expires: July 3, 2015

STATE OF MICHIGAN
56th JUDICIAL CIRCUIT COURT
EATON COUNTY

BILL SCHUETTE, Attorney General
of the State of Michigan

Plaintiff,

Case No.:

Honorable

v.

HEALTH CARE CLINIC, INC.,
WOMENS CHOICE CLININC, INC.,
(f/k/a Medical and Surgical Center, Inc.),
and RICHARD R. REMUND, MARGARET
REMUND, and JOHN DOES I-V, as individuals
and d/b/a HEALTH CARE CLINIC, INC.
and WOMENS CHOICE CLINIC, INC.

Defendants.

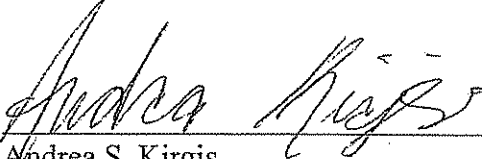
THOMAS S. MARKS (P69868)
SUZAN M. SANFORD (P40947)
Michigan Department of Attorney General
Corporate Oversight Division
P.O. Box 30755
Lansing, MI 48909
Telephone: (517) 373-1160
Attorneys for Plaintiff

AFFIDAVIT OF ANDREA S. KIRGIS

STATE OF MICHIGAN)
) ss
COUNTY OF Ingham)

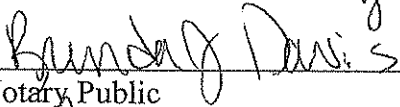
I, Andrea S. Kirgis, being first duly sworn, depose and state as follows:

1. I have personal knowledge of the facts set forth in this affidavit and am competent to testify regarding such facts if called upon to do so.
2. From September 2009 through September 2010, I was employed as a medical assistant at Women's Choice Clinic, Inc.
3. In the course and scope of my employment with the clinic, I had direct patient contact. Said contact included escorting patients to exam rooms, taking patient vital signs (i.e., blood pressure) and histories, and administering certain medications.
4. In the course and scope of my employment with the clinic, I observed and was familiar with the general office procedures regarding patient registration and payment for services rendered.
5. Until approximately October 2009, Paula D. Remund (f/k/a Paula Manzo) served as the office manager and was responsible for collecting and processing all patient payments. Upon Ms. Remund's departure from the clinic, Barbara Armstrong assumed responsibility for these job duties.
6. Generally speaking, all patients treated at the clinic would initially register with Ms. Remund and/or Ms. Armstrong, who would also process the patients' payments, which are made directly to the clinic.
7. During the course and scope of my employment, I also observed that ultrasounds were performed by Amber Corp, a medical assistant, or Ms. Remund. The physicians do not oversee the ultrasounds, but rather review the results obtained by Ms. Corp and/or Ms. Remund. The physicians perform ultrasounds only when they identify a medical need or if the original ultrasound results are questionable or unclear.
8. The affiant states nothing further.

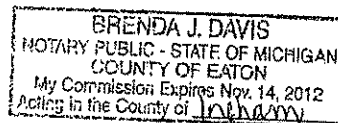


 Andrea S. Kirgis

Subscribed to and sworn before me
 On this 31 day of Aug, 2011.



 Notary Public
Ingham County, Michigan
 My commission expires: NOV 14 2012



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Physicians Surgeons

Lansing, MI

FIN

The new YELLOWPAGES.COM

Search Results - Physicians Surgeons near Lansing, MI > Health Care Clinic Inc

Health Care Clinic Inc

Save: Email: Send to Me

6500 Centurion Dr
Lansing, MI 48917
(517) 332-7191

Visit Website

Business Details

Map & Directions

Hours

Hours not available. Please contact Health Care Clinic Inc at (517) 332-7191.

Categories

Clinics, Abortion Alternatives, Physicians & Surgeons, Abortion Services, Pregnancy Information & Services

Payment Types Accepted

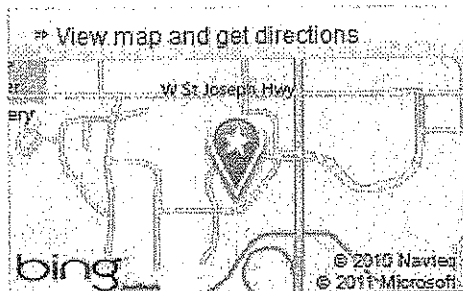
MASTER CARD, VISA

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Feedback

<http://www.yellowpages.com/lansing-mi/mip/health-care-clinic-inc-23255392?lid=185632065>

accessed September 27, 2011



What (e.g. pizza, florist, Joe's)

Where (Address, City, State or ZIP)

womens choice clinic

3141 cabaret trail s, saginaw, mi, 48603

Saginaw, MI > Health & Welfare Agencies > Women's Choice

Women's Choice

3141 Cabaret Trl S
Saginaw, MI 48603-2200

(989) 791-2152

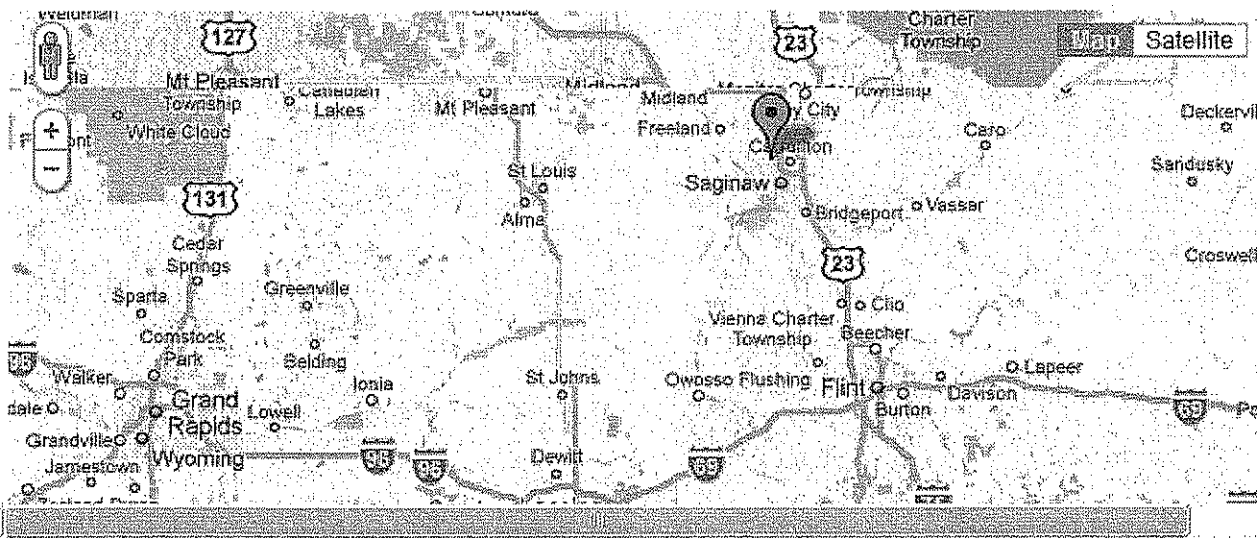
Visit: www.womanschoice.net

[Claim this listing](#) | [Report incorrect info](#)

Related Categories

- abortion provider
- birth control & far
- health & welfare :

- SMS
- Email
- Print



Womans Choice / Health Care Clinic

Lansing - 800-858-4993 ----- Saginaw - 800-858-4991

24 Hour Information

[24 Hour Info](#)

COUPON

[Click Here For Coupon](#)

WomansChoice / Health Care Clinic

Saginaw Location

3141 S. Cabaret Trail

#400

Saginaw, Mi. 48603

800-858-4991

(Brick Pillar Entrance, NOT Blue Awning Entrance)

Lansing Location

[Click For LANSING Directions](#)

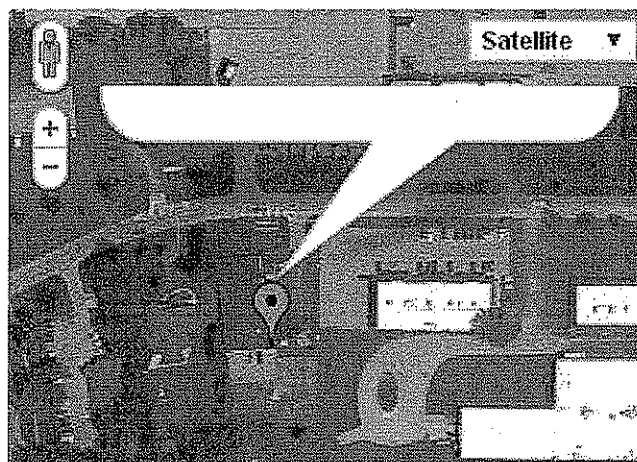
Saginaw Location

[Click For SAGINAW Directions and Map](#)

Directions by Google Maps

From:	<input type="text" value="Enter your starting point here"/>
To:	<input type="text" value="3141 S. Cabaret Trail #400 Saginaw"/> <input type="button" value="Go"/>

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Womans Choice / Health Care Clinic

Lansing - 800-858-4993 ----- Saginaw - 800-858-4991

24 Hour Information

[24 Hour Info](#)

COUPON

[Click Here For Coupon](#)

WomansChoice / Health Care Clinic

Lansing Location

6500 Centurion Dr. #290

Lansing, Mi. 48917

800-858-4993

Lansing Location

[Click For LANSING Directions](#)

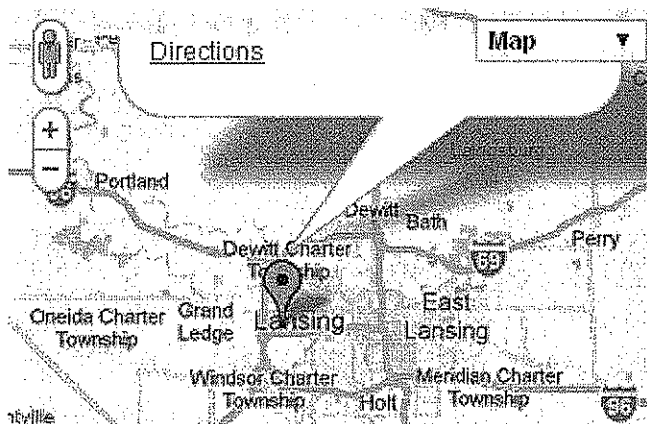
Saginaw Location

[Click For SAGINAW Directions and Map](#)

Directions by Google Maps

From:	<input type="text" value="Enter your starting point here"/>
To:	<input type="text" value="6500 Centurion Dr #290 Lansing, Mi"/> <input type="button" value="Go"/>

Gadgets powered by Google



Womans Choice / Health Care Clinic

Lansing - 800-858-4993 ----- Saginaw - 800-858-4991

24 Hour Information

[24 Hour Info](#)

COUPON

[Click Here For Coupon](#)

Complete abortion services in a professional caring environment

WOMANSCHOICE is a private reproductive healthcare facility caring for the special needs of women. We believe that every woman has the right to decide her own reproductive concerns, and since 1973, we've been supporting a woman's right to obtain an abortion – safely, confidentially, and as comfortably as possible – in a caring, supportive, and professional environment.

Physicians at WomansChoice Clinic specialize in the termination of pregnancy through the 24th week. These gynecologists together with our complete staff of medical assistants and counselors work with each patient individually to assure her emotional as well as physical health and safety. In addition to providing a complete medical assessment of the patient's physical condition and length of pregnancy, we work with each patient to help her prepare for her abortion, answer any questions, and assist her in planning and anticipating her future contraceptive

Lansing Location

[Click For LANSING Directions](#)

Saginaw Location

[Click For SAGINAW Directions and Map](#)

anticipating her future contraceptive needs.

Abortion Pill (RU-486)

Free pregnancy testing

Abortion through 24 weeks

Abortion counseling and information

Laboratory tests

Ultrasound examination

Patient orientation and instruction

Local anesthesia

I.V. Conscious Sedation

Birth control counseling and
information

Blue Cross, and private insurance
accepted along with VISA/
MASTERCARD or Discover