ST. ARNOLD & STEARNS ATTORNEYS AT LAW

Jack R. St. Amold, Esq. James R. Stearns, Esq.

Kim L. Kaszuba, Esq.

Charles M. Phillips, Jr., Esq.
Of Counsel

March 2, 2000

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

RE: Ronald C. Fernandez, M.D., P.A.

Dear Sir/Madam:

Enclosed please find the original and one copy of the Articles of Incorporation for filing regarding the above-referenced matter. Also enclosed is our check in the amount of \$78.75 to cover the cost of the following services:

Filing fee for corporation

\$35.00

2. Registered Agent Designation

\$35.00

3. One certified copy of the Articles of Incorporation (not exceeding 8 pages)

\$<u>8.75</u> \$78.75

If you have any questions, please do not hesitate to contact my office.

Sincerely,

Jack R. St. Arnold

JRS/sv Enclosure

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SECRETARY OF STATE

83/10

ARTICLES OF INCORPORATION

OF

RONALD C. FERNANDEZ, M.D., P.A.

The undersigned subscriber to these Articles of Incorporation, a natural person competent to contract, hereby forms a professional association under the laws of the State of Florida.

ARTICLE I NAME

The name of the corporation shall be RONALD C. FERNANDEZ, M.D., P.A.

ARTICLE II LOCATION

The location of this corporation shall be:

34041 U.S. 19 N., Ste. A Palm Harbor, FL 34684

ARTICLE III NATURE OF BUSINESS

The corporation may engage the practice of medicine.

ARTICLE IV CAPITAL STOCK

The maximum number of shares of stock that this corporation is authorized to have outstanding at any one time is 1,000 shares of common stock having a par value of 1.00 per share.

ARTICLE V INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial registered office of this corporation is 1370 Pinehurst Road, Dunedin, FL 34698, and the name of the initial registered agent of this corporation at that address is Jack R. St. Arnold.

ARTICLE VI TERM OF EXISTENCE

This corporation is to exist perpetually.

ARTICLE VII DIRECTORS

The corporation shall have one (1) director initially. The names and street address of the initial member of the Board of Directors is:

Ronald C. Fernandez, M.D. 34041 U.S. 19 N., Ste. A Palm Harbor, FL 34684

ARTICLE VIII OFFICERS

The names and addresses of the initial officers of the corporation who shall hold office for the first year of the corporation, or until their successors are elected or appointed are:

PRESIDENT:

Ronald C. Fernandez

SECRETARY:

Melanie Fernandez

TREASURER:

Melanie Fernandez

ARTICLE IX SUBSCRIBER

The name and street address of the subscriber to these Articles of Incorporation is:

Name

<u>Address</u>

No. Of Shares

Ronald C. Fernandez, M.D. 34041 U.S. 19 N., Ste. A, Palm Harbor, FL 34684

1,000

ARTICLE X PREEMPTIVE RIGHTS

Every shareholder, upon the sale for cash of any new stock of this corporation of the same kind, class or series as that which he already holds, shall have the right to purchase his pro-rata share (as nearly as may be done without issuance of fractional shares) at the price at which it is offered to others.

ARTICLE XI AMENDMENTS

This corporation reserves the right to amend or repeal any provisions contained in these Articles of Incorporation or any amendment hereto, and any right conferred upon the shareholders is subject to this reservation.

| AN WITNESS WHEREOF, the und | dersigned has hereunto set his hand and seal on this |
|------------------------------------|--|
| 2M day of March, 2000. | TAT 00 |
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| | Ronald C. Fernandez, M.D. |
| | Ronald C. Fernandez, M.D. |
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| STATE OF FLORIDA | Om 0 |
| COUNTY OF PINELLAS | |
| | ration were acknowledged before me this 2 |
| The foregoing Afficies of incorpo | nandez, M.D., who is personally known to me or who |
| to a series of company | as identification and who did take an oath, and |
| acknowledged to and before me that | at he has executed the foregoing instrument for the |
| purposes therein expressed. | |
| • | NOTABY BUBLIC. |
| | NOTARY PUBLIC: |
| | 0.001 |
| | SIGN James (& (dreicher |
| | PRINT GAVID B. BLEENKE |
| | State of Florida at Large (Seal) |
| | My Commission Expires: DAVID B. BRECHER |
| | MY COMMISSION # CC 801496 EXPIRES: March 3, 2003 |
| ACCEPTANC | E BY REGISTERED AGENT |
| ACCEPTANCE BY REGISTERED AGENT | |

HAVING BEEN NAMED as Registered Agent for the above stated corporation, at the place designated in this certificate, I hereby agree to act in this capacity, and I further agree to comply with the provisions of all statutes to the proper and complete performance of my duties.