

430 HAYS STREET
TALLAHASSEE, FL 32301
904 222 9071
904 222 0991 FAX

800-442-8086



networks
PREFERRED
LEGAL & FINANCIAL SERVICES

P950000 22271

ACCOUNT NO. : 0721000000012

REFERENCE : 560209 133209A

AUTHORIZATION :

COST LIMIT : \$ 70.00

Patricia Pyzdek

ORDER DATE : March 14, 1995

ORDER TIME : 9:12 AM

FILED 03/14/95

ORDER NO. : 560209

CUSTOMER NO: 133209A

CUSTOMER: Jim Bradford, Cpa
JIM BRADFORD, CPA

Suite 211
2100 W. 76th Street
Hialeah, FL 33016

DOMESTIC FILING

NAME: LIFESTYLE MEDICAL SERVICES,
INC.

XX ARTICLES OF INCORPORATION
CERTIFICATE OF LIMITED PARTNERSHIP

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

CERTIFIED COPY
XX PLAIN STAMPED COPY
CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Jodie Krebs

EXAMINER'S INITIALS:

Dmc 3/20/95

FILED
CS MAR 20 PM 12:22
TALLAHASSEE, FLORIDA

ARTICLES OF INCORPORATION
OF
LIFESTYLE MEDICAL SERVICES, INC.

FILED
55 MAR 20 PM 12:22
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The undersigned incorporator hereby forms a corporation under Chapter 607 of the laws of the State of Florida.

ARTICLE I. NAME

The name of the corporation shall be:

LIFESTYLE MEDICAL SERVICES, INC.

The address of the principal office of this corporation shall be 9165 Park Drive, Suite 10, Miami, Florida 33138, and the mailing address of the corporation shall be the same.

ARTICLE II. NATURE OF BUSINESS

This corporation may engage or transact in any or all lawful activities or business permitted under the laws of the United States, the State of Florida or any other state, country, territory or nation.

ARTICLE III. CAPITAL STOCK

The maximum number of shares of stock that this corporation is authorized to have outstanding at any one time is 500 shares of common stock having \$1.00 par value per share.

ARTICLE IV. REGISTERED AGENT

The street address of the initial registered office of the corporation shall be 2100 West 76th Street, Suite 211, Hialeah, Florida 33016, and the name of the initial registered agent of the corporation at that address is James N. Bradford, Jr.

ARTICLE V. TERM OF EXISTENCE

This corporation is to exist perpetually.

ARTICLE VI. SPECIAL PROVISION

It is the intent of the Incorporator that the corporation will qualify under section 1244 of the Internal Revenue Code and shall take all actions necessary to obtain and maintain its status as an S corporation.

ARTICLE VII. OFFICERS AND DIRECTORS

This corporation shall have one officer and one director, initially. The name and street address of the initial officer and director who shall hold office for the first year of the corporation, or until his successor is elected or appointed is:

Craig L. Sangerman
Dir./Pres./Sec./Treas.

9165 Park Drive, Suite 10
Miami, Florida 33138

ARTICLE VIII. INCORPORATOR

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

Corporation Information Services, Inc.
1201 Nays Street
Tallahassee, Florida 32301

IN WITNESS WHEREOF, the undersigned agent of
Corporation Information Services, Inc., has hereunto set
their hand and seal of Corporation Information Services,
Inc., on March 20, 1995.

CORPORATION INFORMATION SERVICES, INC.

By: K. C. K. K. K.
Its Agent, Gail Shelby

GMC/jwk

**CERTIFICATE OF DESIGNATION
REGISTERED AGENT/REGISTERED OFFICE**

Pursuant to the provisions of sections 807.0501 or 817.0501, Florida Statutes, the undersigned corporation, organized under the laws of the State of Florida, submits the following statement in designating the registered office/registered agent, in the State of Florida.

1. The name of the corporation is: LIFESTYLE MEDICAL SERVICES, INC.

2. The name and address of the registered agent and office is:

JAMES N. BRADFORD, JR.

(NAME)

2100 W. 76th STREET, SUITE 211

(P.O. BOX NOT ACCEPTABLE)

HIALEAH, FLORIDA 33016

(CITY/STATE/ZIP)

HAVING BEEN NAMED AS REGISTERED AGENT AND TO ACCEPT SERVICE OF PROCESS FOR THE ABOVE STATED CORPORATION AT THE PLACE DESIGNATED IN THIS CERTIFICATE, I HEREBY ACCEPT THE APPOINTMENT AS REGISTERED AGENT AND AGREE TO ACT IN THIS CAPACITY. I FURTHER AGREE TO COMPLY WITH THE PROVISIONS OF ALL STATUTES RELATING TO THE PROPER AND COMPLETE PERFORMANCE OF MY DUTIES, AND I AM FAMILIAR WITH AND ACCEPT THE OBLIGATIONS OF MY POSITION AS REGISTERED AGENT.

SIGNATURE *James N. Bradford, Jr.*

DATE 3/28/85

REGISTERED AGENT FILING FEE: \$35.00

1201 HAYS STREET
TALLAHASSEE, FL 32301
(904) 222-9171
(904) 222-0911 FAX

000-142-N006



P95000022271

ACCOUNT NO. : 072100000032
REFERENCE : 560209 133209A
AUTHORIZATION : Patricia Pizzit
COST LIMIT : \$ 35.00

ORDER DATE : March 14, 1995

ORDER TIME : 9:11 AM

ORDER NO. : 560209

CUSTOMER NO: 133209A

CUSTOMER: Jim Bradford, Cpa
Jim Bradford, Cpa
Suite 211
2100 W. 76th Street
Hialeah, FL 33016

DOMESTIC AMENDMENT FILING

NAME: LIFESTYLE MEDICAL SERVICES,
INC.

XX ARTICLES OF AMENDMENT
RESTATED ARTICLES OF INCORPORATION

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

CERTIFIED COPY
XX PLAIN STAMPED COPY
CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Jodie Krebs

EXAMINER'S INITIALS:

FILED
APR -3 1995
SECRETARY OF STATE
TALLAHASSEE FLORIDA

1/3.

Joy
Krebs
Ch.

ARTICLES OF AMENDMENT
TO
ARTICLES OF INCORPORATION

FILED
05 APR -3 PM 1:27
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLE I of the Articles of Incorporation of
LIFESTYLE MEDICAL SERVICES, INC. shall be amended to read as
follows:

ARTICLE I. NAME

The name of the corporation shall be:

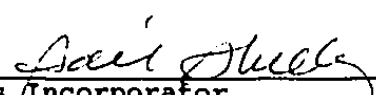
LIFESTYLE MEDICAL SYSTEMS, INC.

All other paragraphs and articles of the Articles of
Incorporation shall remain unchanged.

The foregoing amendment was adopted by the Incorporator
without shareholder action because shareholder action was not
required.

The foregoing amendment was adopted on the 3rd day
of April, 1995.

Corporation Information Services, Inc.


BY: Its Incorporator,
Its Agent, Gail Shelby