

Louis Figueras, CPA
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January 11, 1996

Secretary of State
Division of Corporations
PO Box 6327
Tallahassee, Florida 32314

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-01/17/96--01099--007
*****122.50 *****122.50

Gentlemen:

Enclosed find the Articles of Incorporation of ARMANDO A. GARCIA, M.D., P.A., which were executed on January 11th. 1996. Also enclosed find a check for \$122.50 to cover incorporation charges.

If you have any questions you may contact the undersigned.

Sincerely,

Louis Figueras
Louis Figueras, C.P.A.

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Dmc
1/19/96

ARTICLES OF INCORPORATION
OF
ARMANDO A. GARCIA, M.D., P.A.

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The undersigned incorporator to the articles of incorporation, a natural person competent to contract, has caused these articles to be filed for record in the State of Florida.

FIRST: The name of the corporation is ARMANDO A. GARCIA, M.D., P.A.

SECOND: The period of duration of the corporation is perpetual.

THIRD: The nature of the business and the objects and purposes to be transacted and carried on are to engage in the practice of internal medicine and cardiology and any activity or business as lawfully permitted under the laws of the State of Florida and the United States of America.

FOURTH: The aggregate number of shares of Capital Stock which the Corporation has authority to issue is 5,000 (five thousand), all of which shall be one class of common stock having a par value of \$1.00 each.

FIFTH: The address of its initial registered office is 5975 Sunset Drive #704, Miami, Florida 33143, and the name of the initial register agent at such address is ARMANDO A. GARCIA.

SIXTH: The initial board of directors will consists of one director, whose name and address is, ARMANDO A. GARCIA, 2315 Granada Blvd. Coral Gables, Florida 33134. The number of directors may be either increased or diminished from time to time by the by-laws but shall never be less than one.

SEVENTH: The name and address of the incorporator is ARMANDO A. GARCIA, 2315 Granada Blvd., Coral Gables, Florida 33134.

EIGHTH: Preemptive Rights shall be as follows: Each shareholder of stock of this Corporation shall be entitled to full preemptive rights to purchase unissued or treasury stock of the corporation convertible into or carrying a right to subscribe to acquire shares of any such unissued stock or treasury stock.

NINTH: The initial street address of the principle office of the Corporation in the State of Florida is, 5975 Sunset Drive #704 Miami, Florida 33143.

TENTH: The Corporation shall indemnify Incorporators, Officers and Directors to the full extent permitted by law.

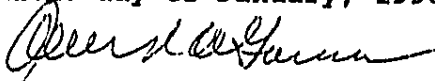
ELEVENTH: a. The Corporation adopts all contracts made on its behalf by the before-mentioned incorporator.

b. The Corporation authorizes its directors to reimburse the before-mentioned incorporator for any and all expenses incurred on behalf of the Corporation, prior to its incorporation and for any and all expenses incurred in the organization and formation of the Corporation.

c. The directors of this Corporation shall have the sole discretion to determine the expenses for which the before-mentioned incorporator shall be reimbursed.

TWELFTH: The Corporation reserves the right to amend or repeal any provision contained in these Articles of Incorporation or any amendment to the Articles of Incorporation. Every amendment shall be approved by the Board of Directors, proposed by it to the stockholders, and approved at a stockholders meeting by a majority of the stockholders entitled to vote thereon.

IN WITNESS WHEREOF, the undersigned has executed these Articles of Incorporation of ARMANDO A. GARCIA, M.D., P.A. this 11th. day of January, 1996.



ARMANDO A. GARCIA
INCORPORATOR

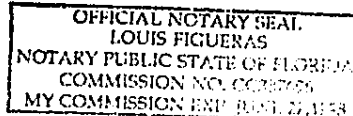
STATE OF FLORIDA :
 :SS
COUNTY OF DADE :

ON THIS 11th. day of January, 1996, before me, a notary public duly authorized in the state of Florida, County of DADE, personally appeared ARMANDO A. GARCIA, known to me to be the person described and who subscribed the above Articles of Incorporation, and who acknowledged that he executed the Articles of Incorporation for the purpose contained herein.

IN WITNESS WHEREOF, I have hereunto set my hand and official seal on the day and year aforesaid.



NOTARY PUBLIC
STATE OF FLORIDA



**CERTIFICATE DESIGNATING THE ADDRESS
AND AGENT UPON WHOM PROCESS MAY SERVED**

FILED

96 JAN 17 PM 3:26

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARMANDO A. GARCIA, M.D., P.A., desiring to organize a Corporation for Profit under the laws of the State of Florida, which will have its principal office in Florida, has named ARMANDO A. GARCIA, located at 5975 Sunset Drive #704, CITY OF MIAMI, COUNTY OF DADE, STATE OF FLORIDA, 33143, as its agent to accept service of process within this state.

ACKNOWLEDGEMENT

Having been named to accept service of process for the above-described corporation, at the place designated in this certificate, I agree to act in this capacity. I further agree to comply with the provisions of all statutes relative to the proper and complete performance of my duties, and I specifically accept the duties and obligations prescribed by Section 607.325, Florida Statutes.



ARMANDO A. GARCIA, REGISTERED AGENT

1/11/96
DATED

STATE OF FLORIDA :
 :SS
COUNTY OF DADE :

SWORN TO AND SUBSCRIBED this 11th. day of January, 1996.

Louis Figueras 01-11-1996
NOTARY PUBLIC/DATE

OFFICIAL NOTARY SEAL
LOUIS FIGUERAS
NOTARY PUBLIC STATE OF FLORIDA
COMMISSION NO. CC 367696
MY COMMISSION EXP. JUNE 27, 1998