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FLORIDA DIVISION OF CORPORATIONS
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TO: DIVISION OF CORPORATIONS

FAX #: (904)922-4001

FROM: CORPORATE CREATIONS INTERNATIONAL INC.

ACCT#: 073171003004

CONTACT: JOHNNY C RODRIQUEZ

PHONE: (305)672-0686

FAX #: (305)672-9110

NAME: JUAN O. OTERO, M.D., P.A.

AUDIT NUMBER.....H96000017718

DOC TYPE.....FLORIDA PROFIT CORPORATION OR P.A.

CERT. OF STATUS..1

PAGES..... 4

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FLORIDA DEPARTMENT OF STATE
Sandra B. Mortham
Secretary of State

December 18, 1996

CORPORATE CREATIONS INTL INC.

MIAMI, FL

SUBJECT: JUAN O. OTERO, M.D., P.A.
REF: W96000026591

We received your electronically transmitted document. However, the document has not been filed and needs the following corrections:

The specific nature of business of the professional association must be stated in the document.

Please return your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (904) 487-6878.

Terri Buckley
Corporate Specialist

FAX Aud. #: W96000017718
Letter Number: 596A00056413

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Articles of Incorporation
of
Juan O. Otero, M.D., P.A.

95 DEC 10 11 35 AM '95
CORPORATE CREATIONS INTERNATIONAL

Article I. Name

The name of this Florida corporation is:
Juan O. Otero, M.D., P.A.

The Corporation is being formed for the practice of medicine and all other activities permitted under applicable law.

Article II. Address

The mailing address of the Corporation is:
Juan O. Otero, M.D., P.A.
2895 Collins Avenue
Miami Beach FL 33140

Article III. Registered Agent

The name and address of the registered agent of the Corporation is:
Juan O. Otero
2895 Collins Avenue
Miami Beach FL 33140

Article IV. Board of Directors

The name of each initial member of the Corporation's Board of Directors is:
Juan O. Otero

The affairs of the Corporation shall be managed by a Board of Directors consisting of no less than one director. The number of directors may be increased or decreased from time to time in accordance with the Bylaws of the Corporation. The election of directors shall be done in accordance with the Bylaws. The directors shall be protected from personal liability to the fullest extent permitted by applicable law.

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The election of directors shall be done in accordance with the Bylaws. The directors shall be protected from personal liability to the fullest extent permitted by law.

The name of each initial member of the Corporation's Board of Directors is:

Juan O. Otero

Article VI. Incorporator

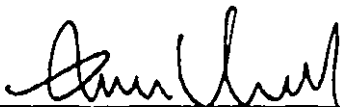
The name and address of the incorporator is:

Anibal J. Duarte-Viera
Duarte-Viera & Rodriguez, P.A.
3211 Ponce De Leon Blvd., Suite 202
Coral Gables FL 33134

Article VII. Corporate Existence

The corporate existence of the Corporation shall begin effective December 18, 1996

The undersigned incorporator executed these Articles of Incorporation on December 18, 1996



ANIBAL J. DUARTE-VIERA
by Luis A. Uriarte as attorney-in-fact

H96000017718

Anibal J. Duarte-Viera FL Bar Member 910392
Duarte-Viera & Rodriguez, P.A.
3211 Ponce De Leon Blvd., Suite 202
Coral Gables FL 33134
305-447-4678 • Fax 305-461-9881

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**Certificate of Designation
Registered Agent and Registered Office**

CORPORATION:

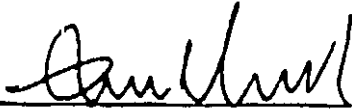
Juan O. Otero, M.D., P.A.

REGISTERED AGENT:

**Juan O. Otero
2895 Collins Avenue
Miami Beach FL 33140**

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STATE OF FLORIDA
SECRETARY OF STATE

I agree to act as registered agent to accept service of process for the corporation named above at the place designated in this Certificate. I agree to comply with the provisions of all statutes relating to the proper and complete performance of the registered agent duties. I am familiar with and accept the obligations of the registered agent position.



JUAN O. OTERO

by Luis A. Uriarte as attorney-in-fact

Date: 12/18/96

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Anibal J. Duarte-Viera FL Bar Member 910392
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