

P96000078817

JULIO PASTORIZA
 Attorney at Law
 250 Blvd Royal Suite 216
 Coral Gables, FL 33134-1424
 (305) 444-1913
 Fax (305) 440-9981

 City/ _____ a //

FILED

96 SEP 20 PM 1:16

SECRETARY OF STATE
 TALLAHASSEE, FLORIDA

Office Use Only

CORPORATION NAME(S) & DOCUMENT NUMBER(S), (if known):

1. _____ (Corporation Name) _____ (Document #)
2. _____ (Corporation Name) _____ (Document #)
3. _____ (Corporation Name) _____ (Document #)
4. _____ (Corporation Name) _____ (Document #)

1.000001952581
 -09/20/96- 01035--006
 ****122.50 ****122.50

- Walk in Pick up time _____ Certified Copy
 Mail out Will wait Photocopy Certificate of Status

NEW FILINGS	
<input type="checkbox"/>	Profit
<input type="checkbox"/>	NonProfit
<input type="checkbox"/>	Limited Liability
<input type="checkbox"/>	Domestication
<input type="checkbox"/>	Other

AMENDMENTS	
<input type="checkbox"/>	Amendment
<input type="checkbox"/>	Resignation of R.A., Officer/ Director
<input type="checkbox"/>	Change of Registered Agent
<input type="checkbox"/>	Dissolution/Withdrawal
<input type="checkbox"/>	Merger

OTHER FILINGS	
<input type="checkbox"/>	Annual Report
<input type="checkbox"/>	Fictitious Name
<input type="checkbox"/>	Name Reservation

REGISTRATION/QUALIFICATION	
<input type="checkbox"/>	Foreign
<input type="checkbox"/>	Limited Partnership
<input type="checkbox"/>	Reinstatement
<input type="checkbox"/>	Trademark
<input type="checkbox"/>	Other

Handwritten: 9-23-96

Examiner's Initials

ARTICLES OF INCORPORATION

ARTICLE I - EXECUTION: Undersigned hereby execute(s) and acknowledge(s) these Articles of Incorporation, in order to organize and incorporate a business for profit, under the Corporate name (*1) and at the initial business address (*2) stated in ARTICLE XIII.

ARTICLE II - PURPOSE(S) AND OBJECT(S): The Corporation is formed, pursuant to the specific Law (*3) and for the purpose(s) or object(s) of (*4) stated in ARTICLE XIII. The Corporation may engage in the stated business or specific profession and in any other transaction or business, permitted under the laws of the United States and of this State.

ARTICLE III - DURATION: The duration of this Corporation shall be perpetual. Corporate existence shall commence (*5) stated in ARTICLE XIII, provided that all of the requirements of the law are met.

ARTICLE IV - REGISTERED OFFICE - AGENT: The name of the Registered Agent (*6) and the street address of the Registered Office (*7) are stated in ARTICLE XIII.

ARTICLE V - NUMBER OF DIRECTORS: The number of Directors constituting the initial Board of Directors, (*8) if any, are stated in ARTICLE XIII. The number of the Board of Directors, if any, shall be determined, from time to time, by the By-Laws.

ARTICLE VI - SHARES: The number of authorized shares (*9), whether such shares shall be Par Value or No Par Value (*10) and the class of shares which are authorized (*11) are stated in ARTICLE XIII.

ARTICLE VII - INCORPORATOR(S) AND DIRECTOR(S): The name and address of each Incorporator (*12) and the name and address of each Member of the initial Board of Directors (*13) are stated in ARTICLE XIII.

ARTICLE VIII - BROADEST POWERS; INCORPORATION BY REFERENCE: The Corporation shall have the broadest powers to do any and all things necessary, suitable, convenient, or proper for the accomplishment of any of the Purposes or the attainment of any of the Objects enumerated, or which, at any time, appear conducive or expedient for the protection or benefit of the Corporation either as holder of, or as to its interest in, any property or otherwise, with all the powers now or hereafter conferred, by the laws of this State, upon Corporations incorporated hereunder.

ARTICLE IX - INDEMNIFICATION: The Corporation shall indemnify and hold harmless, any Party to a threatened, pending or completed action, suit, or proceeding, arising out of contract (as distinguished from tort), other than an action by, or in the right of, the Corporation, because he/she is or was a Director or Executive Officer thereof, against expenses (including attorneys' fees), judgments and amounts paid in settlement, actually and reasonably incurred in connection therewith, including appeals thereof, if he/she acted in good faith and in a manner, he/she reasonably believed to be in, and not opposed to, the best interests of the Corporation.

ARTICLE X - GENERAL: A. Shareholders shall not have a preemptive right to acquire unissued or treasury shares of the Corporation or its securities that are convertible into, or carry a right to subscribe to or acquire shares, unless otherwise stated (*14) in ARTICLE XIII.
B. Cumulative voting shall not be permitted unless otherwise stated (*15) in ARTICLE XIII.

ARTICLE XI - ACCEPTANCE BY REGISTERED AGENT: The Party named (Individual or Corporation) (*6) in ARTICLE XIII agrees: to act as Registered Agent, and as such, to accept Service of Process; to keep the Registered Office open during the hours prescribed by Law; and to post such Agent's name and the name of any other Officers of the Corporation authorized by Law to accept Service of Process, at the address stated in this State, in some conspicuous place in the Registered Office, as required by Law.

ARTICLE XII - SPECIAL PROVISIONS: Special Provisions are stated at (*16) in ARTICLE XIII.

ARTICLE XIII - INDEX

Name	VI
Address	VI
Applicable Statute of Incorporation	VII
Specific Business or Licensed-Certified Professional	VII
Commencement of Corporate Existence	VIII
Name of Registered Agent	IX
Address of Registered Office	IX
Number of Initial Directors	X
Number of Authorized Shares	XI
\$ Par Value or no Par Value	XI
Class of Shares	XI
Name and address of each Incorporator	XVII
Name and address of each Member of the Initial Board of Directors	XVII
Preemptive Rights	X
Cumulative Voting	X
Special Provisions	XII

FILED
 96 THE SEASO PH 1:17
 9/20/96
 TALLAHASSEE, FLORIDA

- (A1) A. & J. MEDICAL GROUP, INC.
- (A2) 2525 S.W. 3rd AVENUE SUITE 206
MIAMI, FLORIDA 33129
- (A3) GENERAL INCORPORATION ACT
- (A4) TO DO ANY AND ALL THINGS NOT CONTRARY TO THE LAWS OF THE UNITED STATES OF AMERICA OR THE STATE OF FLORIDA.
- (A5) UPON THE FILING OF THESE ARTICLES OF INCORPORATION
- (A6) ERIC VON MITTLER
- (A7) 10200 S.W. 112th Street
Miami, Florida 33176
- (A8) ONE
- (A9) ONE THOUSAND (1,000)
- (A10) \$1.00 EACH PAR VALUE
- (A11) COMMON, VOTING
- (A12) ERIC VON MITTLER
10200 S.W. 112th STREET
MIAMI, FLORIDA 33176
- (A13) ERIC VON MITTLER
10200 S.W. 112th STREET
MIAMI, FLORIDA 33176
- (A14) _____
- (A15) _____
- (A16) _____

(A6) Eric Von Mittler
 Acceptance by Registered Agent XI
 ERIC VON MITTLER
 STATE OF FLORIDA)
 COUNTY OF DADE)

Eric Von Mittler
 ERIC VON MITTLER INCORPORATOR
 _____ INCORPORATOR
 _____ INCORPORATOR

The foregoing instrument was acknowledged before me on September 17, 1996 by Eric Von Mittler, who is personally known to me and who did take an oath.

OFFICIAL NOTARY SEAL
 JULIO PASTORIZA
 NOTARY PUBLIC STATE OF FLORIDA
 COMMISSION NO. CC295381
 MY COMMISSION EXPIRES 12/17/2000

Julio Pastoriza
 JULIO PASTORIZA Notary Public