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6425 Montgomery Drive, Miami, Florida 33156, (305)665-6517, Fax (305)665-7409

Date : 11/1/96

Pages : 4

To : Bernard Nusbaum, M.D.

Fax Phone : 305-274-1578

From : J. (Joe) A. Pina, Jr.

Subject : Incorporation of HAIR TRANSPLANT AND DERMATOLOGY
INSTITUTE OF MIAMI, INC.800011338828--0
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****125.00 ****125.00

Dr. Nusbaum:

Carlos asked me to prepare this general form for incorporation and fax it to you. I checked with the Department this morning and the name is available. However, there is no guarantee until said name is either reserved and/or filed as a corporation.

There is filing fee of \$125.00 payable to the Florida Secretary of State - Div of Corporation. If you find this form acceptable, you may attach you check and two copies of this form signed by you and mail it to :

Florida Department of State
Division of Corporations
P O Box 6327
Tallahassee, Florida, 32314

NOV 13 1996

BSB

Should need additional information, please advise.

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NOV 7 11 8:10
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

**ARTICLES OF INCORPORATION
OF
HAIR TRANSPLANT AND DERMATOLOGY INSTITUTE OF
MIAMI, INC.**

The undersigned, acting as Incorporator of a corporation under the Florida General Corporation Act, adopts the following Articles of Incorporation for such corporation:

ARTICLE I

The name of the corporation is **HAIR TRANSPLANT
DERMATOLOGY INSTITUTE OF MIAMI, INC.**

ARTICLE II

The duration of this corporation is to be perpetual

ARTICLE III

The corporation may engage in any activity or business permitted under the laws of the State of Florida.

ARTICLE IV

The corporation shall have the authority to issue 500 shares, which shall have a par value of \$1.00 each.

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLE V

The address of the initial office is:

7867 North Kendall Drive

2nd Floor

Miami, Florida, 33156

ARTICLE VI

The number of directors constituting the Board of Director shall be fixed as provided by the by-laws, but shall not be fixed at less than one.

ARTICLE VII

The name and address of the Incorporator is

Bernard Nusbaum, M.D.

7867 North Kendall Drive

2nd Floor

Miami, Florida, 33156

ARTICLE VIII

The corporation shall indemnify and may insure its officers and directors to the fullest extent permitted by law.

ARTICLE IX

These Articles of Incorporation may be amended in the manner authorized by the laws at the time of amendment.

IN WITNESS THEREOF, I, Bernard Nusbaum, being the Incorporator of this corporation, make and file these Articles of Incorporation this 3rd day of November of 1996.



Bernard Nusbaum, Incorporator

I hereby am familiar with and accept the duties and responsibilities as registered agent for said corporation.



Bernard Nusbaum, Registered Agent

This document has been self-prepared by the Incorporator

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA