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TO: DIVISION OF CORPORATIONS	FAX #: (850)922-4001
FROM: COHEN, CHASE, HOFFMAN & TRAUTMAN, P.A.	ACCT#: 102450002676
CONTACT: MARY W KURLANSIK	FAX #: (305)670-6152
PHONE: (305)670-0201	
NAME: CHARLES TERMIN, M.D., P.A.	
AUDIT NUMBER.....H97000021004	
DOC TYPE.....FLORIDA PROFIT CORPORATION OR P.A.	
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TALLAHASSEE FLORIDA

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ARTICLES OF INCORPORATION  
OF  
CHARLES TERMIN, M.D., P.A.

SECRETARY OF STATE  
TALLAHASSEE FLORIDA

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ARTICLE I - NAME

The name of this corporation is CHARLES TERMIN, M.D., P.A.

ARTICLE II - CORPORATE EXISTENCE

The existence of this corporation shall commence on the day of filing these Articles of Incorporation; provided that if such day be unauthorized under law, then on the earliest day allowable pursuant to Florida law for the commencement of corporate existence. The duration of the corporation shall be perpetual.

ARTICLE III - PURPOSE

This corporation is organized for the sole and specific purpose of rendering professional medical services; nevertheless, it shall be authorized to transact any or all lawful business as provided by Florida Statutes, Chapter 621, Professional Service Corporation Act, as it exists on the date hereof or as it may hereafter be amended.

ARTICLE IV - CAPITAL STOCK

The capital stock authorized, the par value thereof, and the class of such stock shall be as follows:

<u>NUMBER OF SHARES AUTHORIZED</u>	<u>PAR VALUE PER SHARE</u>	<u>CLASS OF STOCK</u>
7,500	\$1.00	Common

This instrument prepared by:  
Herbert Jay Cohen, Esquire  
Florida Bar No. 014481  
Cohen, Chase & Hoffman, P.A.  
9400 S. Dadeland Boulevard, Suite 600  
Miami, Florida 33156  
(305) 670-0201

ARTICLE V - OFFICERS

The initial officers of the Corporation shall be:

President .....	Charles Termin, M.D.
Secretary .....	Charles Termin, M.D.
Treasurer .....	Charles Termin, M.D.

ARTICLE VI - PRINCIPAL OFFICE

The corporation's principal office shall initially be located at 6280 Sunset Drive, Suite 500, South Miami, Florida 33143. The corporation's mailing address shall, initially, be located at the same address.

ARTICLE VII - INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial registered office of this corporation and the name of the initial registered agent of this corporation at such address are as follows:

<u>REGISTERED AGENT</u>	<u>STREET ADDRESS OF REGISTERED OFFICE</u>
Charles Termin, M.D.	6280 Sunset Drive, Suite 500 South Miami, Florida 33143

ARTICLE VIII - INITIAL BOARD OF DIRECTORS

This corporation shall have one director initially. 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. The initial director of this corporation is:

<u>DIRECTOR</u>	<u>ADDRESS</u>
Charles Termin, M.D.	6280 Sunset Drive, Suite 500 South Miami, Florida 33143

ARTICLE IX - INCORPORATOR

The name and address of the person signing these articles is:

<u>NAME</u>	<u>ADDRESS</u>
Charles Termin, M.D.	6280 Sunset Drive, Suite 500 South Miami, Florida 33143

ARTICLE X - INDEMNIFICATION

This corporation shall indemnify all officers and directors, and former officers and directors, to the fullest extent permitted by law as the law now exists or may be amended hereafter.

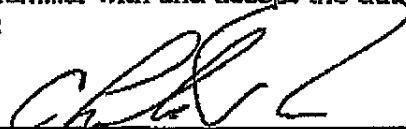
IN WITNESS WHEREOF, the undersigned Incorporator has executed these Articles of Incorporation this 18<sup>th</sup> day of ~~November~~, 1997.  
December

Incorporator:



CHARLES TERMIN, M.D.

I, the undersigned initial registered agent, am familiar with and accept the duties and responsibilities as registered agent for the corporation:



CHARLES TERMIN, M.D.

PARATERMINARTICLES

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