

ARTICLES OF INCORPORATION
OF
PHYSICIANMED INC.

FILED
98 APR 17 AM 11:49
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

I, the undersigned, hereby make, subscribe, acknowledge, and file these Articles of Incorporation for the purpose of becoming a corporation under the laws of the State of Florida.

ARTICLE I
IDENTIFICATION

The name of this corporation is PhysicianMed, Inc.

ARTICLE II
DURATION

The corporation shall have perpetual existence which shall commence at the date of the filing of these Articles with the Secretary of State.

ARTICLE III
PURPOSES

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

ARTICLE IV
AUTHORIZED SHARES

The capital stock of this corporation shall consist of 3,000 Shares of Common Stock of One Dollar (\$1.00) par value each, all or part of said stock to be issued from time to time as may be determined by the Board of Directors. There shall be no preemptive right granted to the stockholders with respect to the shares of the

corporation. On dissolution or liquidation of the corporation, holders of the stock shall be entitled to distribution ratable as their holdings may appear upon the stock record of the corporation.

ARTICLE V

REGISTERED AGENT AND OFFICE AND PRINCIPAL ADDRESS

The initial registered agent of this corporation and his principal address is as follows: PETE Pacheco 730 WREN AVE MIAMI SPRINGS, FL 33166

ARTICLE VI

BOARD OF DIRECTORS

1. The number of Directors of this corporation shall not be less than one (1) nor more than five (5).

2. The corporation shall initially have one Director. His name and address is as follows: PETE Pacheco 730 WREN AVE MIAMI SPRINGS, FL 33166

ARTICLE VII

INCORPORATOR

The name and address of the Incorporator of these Articles of Incorporation is as follows: PETE Pacheco 730 WREN AVE MIAMI SPRINGS, FL 33166

ARTICLE VIII

ADDITIONAL PROVISIONS

No other provisions shall be set forth in these Articles of Incorporation for the regulation of the business and/or the conduct of affairs.

IN WITNESS WHEREOF, the undersigned has made and subscribed these Articles of Incorporation at Miami, Dade County, Florida for the uses and purposes aforesaid this 15th day of April, 1998.

Pete Pacheco
Incorporator

STATE OF FLORIDA
COUNTY OF DADE

BEFORE ME, the undersigned authority, personally appeared, Pete Pacheco, who is to me well known to be the person described in and who subscribed the above and foregoing Articles of Incorporation, and he has freely and voluntarily acknowledged before me according to law that he made and subscribed the same for the uses and purposes therein mentioned and set forth.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed my official seal, at Miami, Dade County, Florida, on this 15th day of April, 1998.

Rosa Maria Kuiken
NOTARY PUBLIC, State of Florida
ROSA MARIA KUIKEN
(Print, Type, or Stamped
Commissioned Name of Notary
Public)
CC532212
Commission Number

ROSA MARIA KUIKEN
Notary Public, State of Florida
My Comm. expires Feb 13, 2000
No. CC532212

Personally Known or
Produced Identification _____
Type of Identification Produced: _____

Did Take Oath _____ or Did Not Take Oath

**CERTIFICATE DESIGNATING PLACE OF BUSINESS OR
DOMICILE FOR THE SERVICE OF PROCESS WITHIN THIS
STATE, NAMING AGENT UPON WHOM PROCESS MAY BE SERVED**

In pursuance of Chapter 607, Florida Statutes, the following is submitted in compliance with said Act:

Physician Med, Inc. desiring to organize under the laws of the State of Florida with its principal office, as indicated in the Articles of Incorporation in Dade County, Florida, has named Pete Pacheco as its agent to accept service of process within this state.

ACKNOWLEDGMENT:

I, Pete Pacheco, having been named to accept service of process for the above-stated corporation, at place designated in this certificate, I hereby accept to act in this capacity, and I agree to comply with the provisions of said Act relative to keeping open said office.

Pete Pacheco

Registered Agent

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