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NAME: BEHNAM BERGANI, D.O., P.A.

AUDIT NUMBER.....H98000021042

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**ARTICLES OF INCORPORATION OF
BEHNAM BIRGANI, D.O., PA**

The undersigned incorporator, who is licensed or otherwise legally authorized to practice Medicine in the State of Florida, wishes to form a professional corporation in accordance with the Florida Professional Service Corporation and Limited Liability Company Act, and adopt the following articles of incorporation for the corporation:

**ARTICLE I
NAME**

The name of the corporation is Behnam Birgani, D.O., PA.

ARTICLE II

PRINCIPAL OFFICE AND INITIAL REGISTERED AGENT

The address of the corporation's principal office is 440 E Sample Road, Suite 106, City of Pompano, County of West Palm, State of Florida 33064-3186. The name of the initial registered agent of the corporation, located at that office, is Behnam Birgani, D.O., PA.

**ARTICLE III
DURATION**

The period of the corporation's duration shall be permanent or until dissolved on a vote of the shareholders as provided in these articles.

Prepared by:
Leandro S. Nunez, Esq. FBN-364886
299 Alhambra Circle, Suite 402
Coral Gables, FL 33134
(305) 445-1666
(305) 445-6386

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ARTICLE IV

PURPOSE

The purpose of the corporation is medical practice. The sole and exclusive professional service to be rendered by the corporation is medical.

ARTICLE V

CAPITAL STOCK

The total number of shares of stock which the corporation shall be authorized to issue or have outstanding at any one time is 500 shares.

ARTICLE VI

CAPITALIZATION

The amount of capital with which the corporation will begin to practice medicine is more than five hundred dollars (\$500.).

ARTICLE VII

CORPORATE POWERS

The corporation shall have all the rights and powers now or subsequently conferred on professional corporations by the laws of the State of Florida.

ARTICLE VIII

INCORPORATORS

The name and street address of each person signing these articles of incorporation as an incorporator is:

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Name
Behnam Birgani, D.O., PA

Address
440 E. Sample Road, Suite 106
Pompano Beach, FL 33064-3186

ARTICLE IX
DIRECTORS

The corporation is to be managed by a board of directors. The number of directors constituting the initial board of directors is one (1) and the names and addresses of the initial directors are:

Name
Behnam Birgani, D.O., PA

Address
440 E. Sample Road, Suite 106
Pompano Beach, FL 33064-3186

The initial directors shall hold office until their successors are elected and qualified as provided in the bylaws. Then the term of office of each director shall be one year and until the election and qualification of a successor. The number of directors set forth in these articles of incorporation and constituting the initial board of directors shall be the authorized number of directors until that number is changed by a bylaw duly adopted by the shareholders.

ARTICLE X
BYLAWS

The initial directors shall submit the proposed bylaws to the shareholders at a meeting to be held for that purpose not more than 10 days following the issuance of the Certificate of Incorporation. Following the adoption of bylaws by the affirmative vote of three fourths of the shareholders, the internal affairs of the corporation are to be regulated and managed in accordance with the bylaws.

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ARTICLE XI
DISSOLUTION

The corporation may be dissolved at any time (1) by unanimous written consent of the shareholders; or (2) on the affirmative vote of the holders of at least 100% of the outstanding shares of the corporation entitled to vote. On dissolution, the corporate property and assets shall, after payment of all debts of the corporation, be distributed to the shareholders pro rata, each shareholder to participate in the distribution in direct proportion to the number of shares held by the shareholder.

ARTICLE XI
AMENDMENTS

These Articles of Incorporation may be amended in the manner provided in the by-laws. Every Amendment shall be approved by the Board of Directors, proposed by them to the stockholders' meeting by a majority of the stock entitled to vote thereon, unless all the Directors and all Stockholders sign a written statement manifesting their intention that a certain amendment of these Articles of Incorporation be made.

In Witness Whereof, I have hereunto set my hand and seal at Miami, Dade County, Florida this 6th day of November, 1998.



INCORPORATOR, Behnam Birgani, D.O., PA

STATE OF FLORIDA)

) SS:

COUNTY OF DADE)

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BEFORE ME, THE UNDERSIGNED AUTHORITY, THIS DAY PERSONALLY APPEARED Behnam Birgani, D.O., PA TO ME KNOWN TO BE THE INDIVIDUAL DESCRIBED IN AND WHO EXECUTED THE FOREGOING ARTICLE OF INCORPORATION AND THAT HE ACKNOWLEDGED BEFORE ME THAT HE SIGNED AND EXECUTED THE SAME FOR THE PURPOSES THEREIN SET FORTH AND THAT HE PRODUCED A VALID FLORIDA'S DRIVERS LICENSE.

NOTARY PUBLIC
STATE OF FLORIDA AT LARGE

My Commission Expires:

ACKNOWLEDGMENT OF REGISTERED AGENT

Having been made initial Registered Agent to accept service or process of the corporation at the initial registered office designated in these Articles of Incorporation, I hereby accept such status and consent to act in this capacity and agree to comply with all the requirements of the law pertaining thereto.

Behnam Birgani, D.O.

Behnam Birgani, D.O.,

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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