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PR500031535

ACCOUNT NO. : 072100000032

REFERENCE : 503177 22088

AUTHORIZATION *Patricia Pyzato*

COST LIMIT : \$ 122.50

ORDER DATE : April 21, 1995

ORDER TIME : 9:55 AM

ORDER NO. : 583177

500001462245

CUSTOMER NO: 22088

CUSTOMER: Judy Diamond, Legal Assistant
MCDERMOTT WILL & EMERY

22nd Floor
201 South Biscayne Boulevard
Miami, FL 33131-4335

DOMESTIC FILING

NAME: WEATHERBY LOCUMS, INC.

☒ ARTICLES OF INCORPORATION
☐ CERTIFICATE OF LIMITED PARTNERSHIP

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

☒ CERTIFIED COPY
☐ PLAIN STAMPED COPY
☐ CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Jennifer Moran

EXAMINER'S INITIALS: **T. BROWN** APR 21 1995

FILED
95 APR 21 PM 2:58
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLES OF INCORPORATION
OF
WEATHERBY LOCUMS, INC.

FILED
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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLE I - NAME

The name of this corporation is Weatherby Locums, Inc.
(the "Corporation").

ARTICLE II - DURATION

The Corporation shall have perpetual existence.

ARTICLE III - PRINCIPAL OFFICE AND MAILING ADDRESS

The principal office and mailing address of this Corporation is 3230 West Commercial Boulevard, Suite 240, Fort Lauderdale, Florida 33309-3451.

ARTICLE IV - PURPOSE

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

ARTICLE V - CAPITAL STOCK

This Corporation is authorized to issue One Thousand (1,000) shares of One Dollar (\$1.00) par value common stock, which shall be designated "Common Shares".

ARTICLE VI - INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial registered office of this Corporation is Corporation Information Services, Inc., 1201 Hays Street, Tallahassee, Florida 32301. The name of the initial registered agent at such address is Corporation Information Services, Inc.

ARTICLE VII - INITIAL BOARD OF DIRECTORS

This Corporation shall have three (3) directors initially. The number of directors may be increased or diminished from time to time in the manner provided in the By-Laws but shall never be less than one (1). The names of the initial directors of this Corporation are B. Joseph Pendergast, Michael Pendergast and Lawrence D. Stewart.

ARTICLE VIII - BY-LAWS

The initial By-Laws of this Corporation shall be adopted by the initial directors of this Corporation.

ARTICLE IX - INDEMNIFICATION

This Corporation shall indemnify any officer or director, or any former officer or director, to the full extent permitted by applicable law.

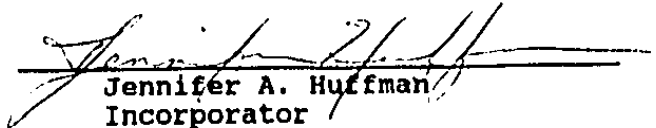
ARTICLE X - INCORPORATOR

The name and address of the person signing these Articles of Incorporation is Jennifer A. Huffman, Esq., McDermott, Will & Emery, 201 South Biscayne Boulevard, Suite 2200, Miami, Florida 33131.

ARTICLE XI - AMENDMENT

This Corporation reserves the right to amend or repeal any provisions contained in these Articles of Incorporation, in accordance with the provisions of the Florida Business Corporation Act, as amended from time to time.

IN WITNESS WHEREOF, the undersigned has executed these Articles of Incorporation, this 20th day of April, 1995.


Jennifer A. Huffman
Incorporator

ACCEPTANCE BY REGISTERED AGENT

FILED
95 APR 21 PM 2:58
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

HAVING BEEN NAMED TO ACCEPT SERVICE OF PROCESS FOR THE FOREGOING CORPORATION, AT THE PLACE DESIGNATED IN ARTICLE ~~XX~~ OF THESE ARTICLES OF INCORPORATION, THE UNDERSIGNED HEREBY AGREES TO ACT IN THIS CAPACITY, AND FURTHER AGREES TO COMPLY WITH THE PROVISIONS OF ALL STATUTES RELATIVE TO THE PROPER AND COMPLETE DISCHARGE OF HIS DUTIES. I HEREBY AM FAMILIAR WITH AND ACCEPT THE DUTIES AND RESPONSIBILITIES AS REGISTERED AGENT FOR SAID CORPORATION.

DATED THIS ____ DAY OF APRIL, 1995.

CORPORATION INFORMATION SERVICES, INC.

By: *David S. Alcock*
Registered Agent

STATE OF FLORIDA)
) SS:
COUNTY OF DADE)

Before me, a Notary Public authorized in the State and County set forth above, personally appeared Jennifer A. Huffman, known to me and known by me to be the person, who, as Incorporator, executed the foregoing Articles of Incorporation of Weatherby Locums, Inc., a Florida corporation, and she acknowledged before me that she executed those Articles of Incorporation. She is personally known to me or has produced _____ as identification.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed my official seal, in the State and County aforesaid, this 20th day of April, 1995.

Katherine M. Otero
NOTARY PUBLIC KATHERINE M. OTERO

My Commission expires:

OFFICIAL NOTARY SEAL
KATHERINE M OTERO
NOTARY PUBLIC STATE OF FLORIDA
COMMISSION NO. CC446751
MY COMMISSION EXP. MAR. 31, 1999