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CORPORATION(S) NAME

Catherine Drouin, M.D., P.A.

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| <input checked="" type="checkbox"/> Profit         | <input type="checkbox"/> Amendment              | <input type="checkbox"/> Merger                     |
| <input type="checkbox"/> NonProfit                 | <input type="checkbox"/> Foreign                | <input type="checkbox"/> Mark                       |
| <input type="checkbox"/> Limited Partnership       | <input type="checkbox"/> Dissolution            | <input type="checkbox"/> Other                      |
| <input type="checkbox"/> Reinstatement             | <input type="checkbox"/> Annual Report          | <input type="checkbox"/> Change of Registered Agent |
| <input checked="" type="checkbox"/> Certified Copy | <input type="checkbox"/> Reservation            | <input type="checkbox"/> Photo Copies               |
| <input type="checkbox"/> Call When Ready           | <input type="checkbox"/> Certificate Under Seal | <input type="checkbox"/> Call If Problem            |
| <input checked="" type="checkbox"/> Walk In        | <input type="checkbox"/> After 4:30             | <input type="checkbox"/> Will Wait                  |
|  | <input type="checkbox"/> Pick Up                | <input type="checkbox"/> Mail                       |

RECEIVED  
98 JUN 17 AM 9:15  
DIVISION OF CORPORATION

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TALLAHASSEE, FLORIDA

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SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

**ARTICLES  
OF  
INCORPORATION OF  
CATHERINE DROURR, M.D., P.A.**

The undersigned incorporators, each of whom is licensed or otherwise legally authorized to practice the profession of Medicine in the State of Florida, associate themselves with the intention of forming 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 CATHERINE DROURR, M.D., P.A.

**ARTICLE II  
PRINCIPAL OFFICE AND INITIAL REGISTERED AGENT**

The address of the corporation's principal office is 1210 Jupiter Lakes Boulevard, Suite 205, Building 4000, Jupiter, Florida 33458.

**ARTICLE III  
DURATION**

The period of the corporation's duration shall be perpetual, that is, until dissolved on a vote of the shareholders as provided in these articles.

**ARTICLE IV  
PURPOSE**

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

**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 1,000 shares. These shares shall be of a single class of common stock, and shall have a value of \$1.00 per share.

**ARTICLE VI  
CAPITALIZATION**

The amount of capital with which the corporation will begin to practice the profession of Medicine is not less than \$1,000.00.

**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:

Catherine Drourr, M.D., 1210 Jupiter Lakes Boulevard, Suite 205, Building 4000,  
Jupiter Florida 33458

**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, and the names and addresses of the initial director is:

Catherine Drourr, M.D., 1210 Jupiter Lakes Boulevard, Suite 205, Building 4000,  
Jupiter, Florida 33458

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 30 days following the issuance of the Certification of Incorporation. Following the adoption of by laws 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.

ARTICLE XI  
DISSOLUTION

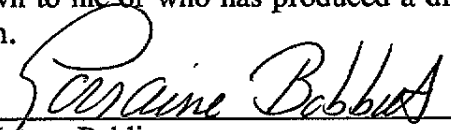
The corporation may be dissolved at any time (1) by unanimous written consent of the shareholders; or (2) on the affirmative vote of the holders of at least two-thirds of the outstanding shares of the corporation entitled to vote. On dissolution, the corporate property and assets shall, after payment 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.

The undersigned incorporators of this corporation, have executed these articles of incorporation at Jupiter, Palm Beach County, Florida on 6/5, 1998.

  
\_\_\_\_\_  
Catherine Drourr, M.D.

STATE OF FLORIDA  
COUNTY OF PALM BEACH

The foregoing instrument was acknowledged before me this 5 day of June, 1998 by Catherine Drourr, who is personally known to me or who has produced a drivers license as identification and who did not take an oath.

  
\_\_\_\_\_  
Notary Public



CERTIFICATE OF DESIGNATION  
REGISTERED AGENT/REGISTERED OFFICE

Pursuant to the provisions of section 607.0501, Florida Statutes, the undersigned corporation, organized under the laws of the State of Florida, submits the following statement in designating the registered office/registered agent, in the State of Florida.

1. The name of the corporation is:

CATHERINE DROURR, M.D., P.A.

2. The name and address of the registered agent and office is:

CATHERINE DROURR, M.D.  
1210 Jupiter Lakes Boulevard, Suite 205, Building 4000  
Jupiter, Florida 33458



Catherine Drourr M.D. ,Director

DATE: 6/5/90

HAVING BEEN NAMED AS REGISTERED AGENT AND TO ACCEPT SERVICE OF PROCESS FOR THE ABOVE STATED CORPORATION AT THE PLACE DESIGNATED IN THIS CERTIFICATE, I HEREBY ACCEPT THE APPOINTMENT AS REGISTERED AGENT AND AGREE TO ACT IN THIS CAPACITY. I FURTHER AGREE TO COMPLY WITH THE PROVISIONS OF ALL STATUTES RELATING TO THE PROPER AND COMPLETE PERFORMANCE OF MY DUTIES, AND I AM FAMILIAR WITH AND ACCEPT THE OBLIGATIONS OF MY POSITION AS REGISTERED AGENT.

DATE: 6/5/90

SIGNATURE



Catherine Drourr M.D.

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