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Florida Department of State
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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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FLORIDA PROFIT CORPORATION OR P.A.

fierce, inc.

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FLORIDA DEPARTMENT OF STATE

Glenda E. Hood
Secretary of State

August 11, 2004

EMPIRE

SUBJECT: FIERCE, INC.
REF: W04000030701

We received your electronically transmitted document. However, the document has not been filed. Please make the following corrections and refax the complete document, including the electronic filing cover sheet.

- ✶ The document must contain written acceptance by the registered agent, (i.e. "I hereby am familiar with and accept the duties and responsibilities as Registered Agent.)
- ✶ The registered agent must sign accepting the designation.
- ✶ Please list the RA's name in article 4.,

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Becky McKnight
Document Specialist
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FAX Aud. #: H04000165029
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ARTICLES OF INCORPORATION

OF

FIERCE, INC., a Florida Corporation

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③

The undersigned incorporator for purposes of forming a professional corporation under the Florida Business Corporation Act, hereby adopts the following Articles of Incorporation:

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

- FIRST:** The name of the Corporation is: FIERCE, INC. (the "Corporation").
- SECOND:** The principal office address and mailing address of the Corporation is: 530 OCEAN DRIVE, SUITE 108, MIAMI, FL 33132
- THIRD:** The Corporation is authorized to issues 1,000 shares of common stock, par value \$1.00 per share.
- FOURTH:** The name and address of the initial registered office of the Corporation is: Thomas G. Sherman, Esq., P.A., 218 ALMERIA AVENUE, CORAL GABLES, FL 33134
- FIFTH:** The name and address of the incorporator of the Corporation is: Thomas G. Sherman, Esq., P.A., 218 Almeria Avenue, Coral Gables, Florida 33134.
- SIXTH:** The Corporation is organized for the purpose to do everything necessary, proper, or convenient to accomplish any of the purposes set forth in these articles, and to do every other act incidental to the corporate purposes, which is not forbidden by Florida laws or by the provisions of these articles of incorporation.

The Purposes of this corporation shall be carried out only through officers, employees, and agents, each of whom is licensed or otherwise legally qualified to render professional medical services in the State of Florida.

- SEVENTH:** The Corporation shall have TWO directors initially and the number of directors may be increased or diminished from time to time as provided in the By-Laws but shall never be less than one. The name and address of the initial directors of the Corporation are:

SHARON BREWINGTON
530 OCEAN DRIVE, SUITE 108
MIAMI, FL 33132

VINCENT PASTORE
530 OCEAN DRIVE, SUITE 108
MIAMI, FL 33132

- EIGHTH:** The name, title and address of the initial officers of the Corporation are:

SHARON BREWINGTON, PRESIDENT
530 OCEAN DRIVE, SUITE 108
MIAMI, FL 33132

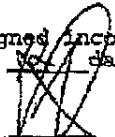
VINCENT PASTORE, VICE-PRESIDENT
530 OCEAN DRIVE, SUITE 108
MIAMI, FL 33132

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NINTH: The corporate existence of the Corporation shall commence on the date of filing with the Secretary of State.

IN WITNESS WHEREOF, the undersigned incorporator has executed these Articles of Incorporation this 12 day of AUGUST, 2004.

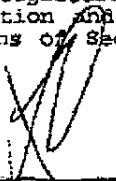

THOMAS G. SHERMAN, INCORPORATOR

ACCEPTANCE OF APPOINTMENT

OF

REGISTERED AGENT

I hereby accept the appointment as registered agent contained in the foregoing Articles of Incorporation and state that I am familiar with and accept the obligations of Section 607.0505 of the Florida Business Corporation Act.


Print Name: Thomas G. Sherman

This instrument prepared by:
Thomas G. Sherman, Esq.
218 Almeria Avenue
Coral Gables, Florida 33134

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TALLAHASSEE, FLORIDA

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