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FLORIDA PROFIT CORPORATION OR P.A.

Southwest Florida Facial Plastic Surgery Associates,

Certificate of Status	1
Certified Copy	1
Page Count	03
Estimated Charge	$87.50

1-15-03

Articles of Incorporation

of

Southwest Florida Facial Plastic Surgery Associates, Inc.

A Florida Corporation

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STATE FLORIDA

The undersigned incorporator to these Articles of Incorporation hereby associates to form a corporation (the "Corporation") under Chapter 607 of the Florida Statutes.

1. Name

The name of the Corporation is Southwest Florida Facial Plastic Surgery Associates, Inc. The Corporation's principal office (and mailing address) is located at 801 Anchor Rode Drive, Suite 100, Naples, Florida 34103 in Collier County, Florida. The Board of Directors may from time to time move the principal office of the Corporation to any other address in the State of Florida.

2. Nature of Business

The Corporation is formed to engage or transact in any or all lawful activities or business permitted under the laws of the United States of America, the State of Florida or any other state, country, territory or nation.

3. Powers

The Corporation shall have the power, either directly or indirectly, either alone or in conjunction or in cooperation with others, to do any and all lawful acts and things and to engage in any and all lawful activities which may be necessary, useful, desirable, suitable or proper for the furtherance, accomplishment, fostering or attainment of any or all of the purposes for which the Corporation is organized.

4. Capital Structure

The maximum number of shares of stock that the Corporation is authorized to have outstanding at any one time is Ten Thousand (10,000) shares of common stock having One Dollar (US$1.00) par value per share.

5. Term of Existence

The date when corporate existence shall commence shall be the date of filing of these Articles of Incorporation in the office of the Secretary of State of the State of Florida, and the Corporation shall have perpetual existence thereafter.

6. **Incorporator**

The name and address of the incorporator of these Articles of Incorporation are: Kevin A. Kyle, 1520 Royal Palm Square Boulevard, Suite 320, Fort Myers, Florida 33919.

7. **Initial Registered Office and Agent**

The street address of the initial registered office of the Corporation is 1520 Royal Palm Square Boulevard, Suite 320, Fort Myers, Florida 33919, and the name of the initial registered agent at such address is Kevin A. Kyle.

8. **Directors**

The affairs of the Corporation shall be managed by a Board of Directors, members of which shall be elected in accordance with Bylaws adopted for the Corporation. The first Board of Directors, consisting of those persons who shall serve until their successors are duly elected and qualified, shall be appointed by the incorporator pursuant to Florida Statutes Section 607.0205.

9. **Officers**

The Corporation shall have officers as provided in Bylaws adopted for the Corporation.

10. **Bylaws**

The Board of Directors shall provide such Bylaws for the conduct of the Corporation's business and for the carrying out of the Corporation's purposes as the Board of Directors may deem necessary from time to time.

IN WITNESS WHEREOF, the undersigned incorporator executed these Articles of Incorporation on January 14, 2003.

Kevin A. Kyle, Incorporator

Acceptance by Registered Agent

Having been named to accept service of process for the within-named Corporation, at the place designated hereinabove, I hereby accept the designation to act in this capacity, and acknowledge that I am familiar with and agree to comply with the provisions of all statutes relative to the proper and complete performance of my duties.

Kevin A. Kyle, Registered Agent

Dated: January 14, 2003