

600891

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SECRETARY OF STATE
DIVISION OF CORPORATIONS
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Amended & Restated Art, N/C

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MICHAEL L. BREWER

Attorney at Law

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March 23, 2005

Department of State
Division of Corporations
P.O. Box 6327
Tallahassee, FL 32301

RE: D.E. Chastain, Inc.

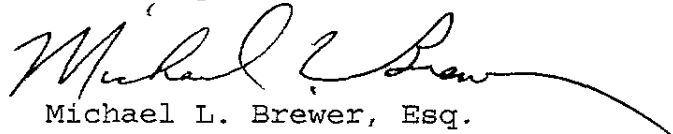
Dear Sir or Madam:

Please find enclosed an original and one copy of an Amended and Restated Articles of Incorporation for the above referenced corporation. Also enclosed is a Brewer, P.A. check made payable to the Florida Department of State in the amount of Seventy-eight and 75/100's (\$78.75) Dollars for the following:

1. Filing Fee	\$ 35.00
2. Certificate of Registered Agent	\$ 35.00
3. Certified copy of Amended Articles	<u>\$ 8.75</u>
Total	\$ 78.75

Upon filing the original, please certify the copy and return same to the undersigned in the envelope provided for your convenience.

Sincerely,


Michael L. Brewer, Esq.

MLB/mlv
Enclosure

AMENDED AND RESTATED
ARTICLES OF INCORPORATION

OF

D.E. CHASTAIN, INC.

The undersigned being all of the shareholders, officers and directors of this corporation hereby amend and restate the Articles of Incorporation and present these Amended and Restated Articles for the formation of a Florida Business Corporation under Chapter 607 of the Florida Statutes and other laws of the State of Florida.

ARTICLE I - NAME

The name of this corporation shall be D.E. CHASTAIN, INC. The corporation is a continuation of the Professional Service Corporation named D.E. CHASTAIN, M.D., P.A., the Articles for which were originally filed with the Secretary of State on March 20, 1969, corporation number 600891. The Corporation changed its name to DRS. CHASTAIN & BANEY, P.A. by document filed July 20, 1972. The Corporation changed its name again to D.E. CHASTAIN, M.D., P.A. by document filed June 22, 1984.

ARTICLE II
NATURE OF BUSINESS

The corporation shall no longer be a Professional Service Corporation under the Laws of Florida. The Corporation shall no longer engage in the rendering of medical services. This corporation is organized for the purpose of transacting any or all lawful business.

ARTICLE III
CAPITAL STOCK

This corporation is authorized to issue 60 shares of common stock having a par value of Ten (\$10.00) Dollars per share, which shall be designated "Common Stock."

ARTICLE IV
DURATION

This corporation shall have perpetual existence commencing March 20, 1969, the date of filing of the original Articles with the Department of State.

ARTICLE V - PRE-EMPTIVE RIGHTS

Every shareholder, upon the sale for cash of any new stock of this corporation shall have the right to purchase his prorata share thereof (as nearly as may be done without issuance of fractional shares) at the price at which it is offered to others.

ARTICLE VI - REGISTERED OFFICE, AGENT
AND PRINCIPAL OFFICE

The current street address of the principal office and registered office of this corporation in the State of Florida is 137 Birch Street, Titusville, Florida 32780, and the registered agent of this corporation at that address is DOYLE E. CHASTAIN.

ARTICLE VII - BOARD OF DIRECTORS

This corporation shall have one (1) Director constituting the Board of Directors. The number of Directors may be either increased or decreased from time to time by the By-Laws. The name

and address of the members of the initial Board of Directors of this corporation are:

NAME

DOYLE E. CHASTAIN

ADDRESS

137 Birch Street
Titusville, Florida 32780

ARTICLE VIII - SUBSCRIBER

The name and address of the sole stockholder and subscriber to these Amended and Restated Articles of Incorporation are:

NAME

DOYLE E. CHASTAIN

ADDRESS

137 Birch Street
Titusville, Florida 32780

ARTICLE IX INDEMNIFICATION

The corporation shall indemnify any officer or director, or any former officer or director, to the full extent permitted by law.

ARTICLE X - AMENDMENT

This corporation reserves the right to amend or repeal any provision contained in these Articles of Incorporation, or any amendment hereto, and any right conferred upon the shareholders is subject to this reservation.

IN WITNESS WHEREOF, the undersigned subscriber has executed these Articles of Incorporation this 23rd day of March, 2005.

Doyle E. Chastain
DOYLE E. CHASTAIN

STATE OF FLORIDA
COUNTY OF VOLUSIA

The foregoing instrument was acknowledged before me this 23rd day of March, 2005, by DOYLE E. CHASTAIN, who is personally known to me.



Michael L. Brewer (SEAL)
Printed Name: Michael L. Brewer
Notary Public
Commission # DD 082266
My commission expires: 1/7/06

CERTIFICATION TO AMENDMENT
BY SHAREHOLDERS AND DIRECTORS

The undersigned, being all of the current Shareholders and Directors of this Corporation hereby certify that the foregoing Amended and Restated Articles of Incorporation were adopted by unanimous approval on March 23, 2005.



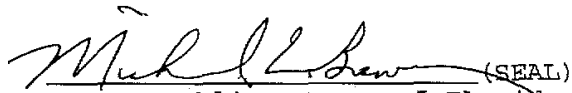
DOYLE E. CHASTAIN, President
Sole Shareholder and Sole
Director

STATE OF FLORIDA

COUNTY OF VOLUSIA

The foregoing instrument was acknowledged before me this 23rd day of March, 2005, by DOYLE E. CHASTAIN, who is personally known to me.



 (SEAL)
Notary Public, State of Florida
My commission expires: 1/7/06

CERTIFICATE DESIGNATING (OR CHANGING) PLACE OF BUSINESS OR
DOMICILE FOR THE SERVICE OF PROCESS WITHIN THIS STATE, NAMING
AGENT UPON WHOM PROCESS MAY BE SERVED.

SECRETARY
DIVISION OF CORP.
2005 MAR 29 AM 10:10

In pursuance of Chapter 48.091, Florida Statutes, the
following is submitted, in compliance with said Act:

First -- D.E. CHASTAIN, INC., organized under the laws of the
State of Florida, with its principal office, as indicated in the
Amended and Restated Articles of Incorporation at City of
Titusville, County of Brevard, State of Florida, has named DOYLE E.
CHASTAIN, located at 137 Birch Street, City of Titusville, County
of Brevard, State of Florida, as its agent to accept service of
process within this state.

ACKNOWLEDGMENT: (MUST BE SIGNED BY DESIGNATED AGENT)

Having been named to accept service of process for the above
stated corporation, at place designated in this certificate, I
hereby agree to act in this capacity, and agree to comply with the
provisions of said Act relative to keeping open said office.

By: Doyle E. Chastain
DOYLE E. CHASTAIN

Filing Fee \$35.00