

APR 19, 2009 12:48 PM

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NO9000004242

Florida Department of State
Division of Corporations
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To:

Division of Corporations
Fax Number : (850) 617-6381

From:

Account Name : CORPORATION SERVICE COMPANY
Account Number : I20000000195
Phone : (850) 521-1000
Fax Number : (850) 558-1575

RESUBMIT

Please give original
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Kimberly K 2949

FLORIDA PROFIT/NON PROFIT CORPORATION

NOVA RESIDENT DERMATOLOGY ASSOCIATION INC.

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| Certificate of Status | 0 |
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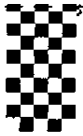
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TALLAHASSEE FLORIDA

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09 APR 29 PM 2:14

MRS 4/30



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C S C 2009 12:21:13 PM PAGE 1/001

NO. 532:ervp. 2



April 29, 2009

FLORIDA DEPARTMENT OF STATE
Division of Corporations

CORPORATION SERVICE COMPANY

SUBJECT: NOVA RESIDENT DERMATOLOGY ASSOCIATION INC.
REF: W09000020152

RESUBMIT
Please give original
submission date as file date.

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 registered agent must sign accepting the designation.

If you have any further questions concerning your document, please call (850) 245-6928.

Tim Burch
Regulatory Specialist II
New Filing Section

FAX Aud. #: H09000105544
Letter Number: 309A00014437

APR. 29. 2009 12:48PM

C S C

NO. 532 P. 3

FILED

09 APR 28 PM 1:08

SECRETARY OF STATE
TALLAHASSEE FLORIDA

ARTICLES OF INCORPORATION
In Compliance with Chapter 617, F.S., (Not for Profit)

ARTICLE I NAME

The name of the corporation shall be:

NOVA RESIDENT DERMATOLOGY ASSOCIATION INC.

ARTICLE II PRINCIPAL OFFICE

The principal street address and mailing address, if different is:

347 N. New River Drive E- Unit 2201
Fort Lauderdale, Florida 33301

ARTICLE III PURPOSE

The purpose for which the corporation is organized is:

see attached

ARTICLE IV MANNER OF ELECTION

The manner in which the directors are elected or appointed:

Directors shall be elected as chief residents by the officers

ARTICLE V INITIAL DIRECTORS AND/OR OFFICERS

List name(s), address(es) and specific title(s):

Angela Combs (Chief Resident); Matthew Elias (Chief Resident); Emily Rubenstein (Chief Resident)
Address: 347 N. New River Drive E - Unit 2201
Fort Lauderdale, FL 33301

ARTICLE VI INITIAL REGISTERED AGENT AND STREET ADDRESS

The name and Florida street address (P.O. Box NOT acceptable) of the registered agent is:

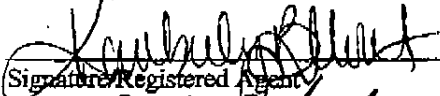
Corporation Service Company
1201 Hays Street
Tallahassee, FL 32301

ARTICLE VII INCORPORATOR

The name and address of the Incorporator is:

CARLOS E. MORALES 191 N. WACKER DRIVE- SUITE 1800
CHICAGO, IL 60606

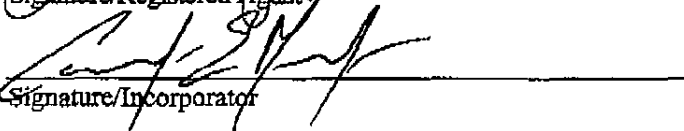
Having been named as registered agent to accept service of process for the above stated corporation at the place designated in this certificate, I am familiar with and accept the appointment as registered agent and agree to act in this capacity.



Signature/Registered Agent



Date



Signature/Incorporator

April 24, 2009

Date

NOVA RESIDENT DERMATOLOGY ASSOCIATION INC.**ARTICLE III - PURPOSE:**

To receive or maintain a fund or funds and to administer and apply the income and principal thereof solely for religious, charitable, scientific, literary or educational purposes, including, for such purposes, the making of distributions to organizations that qualify as exempt organizations under Section 501(c)(3) of the Internal Revenue Code of 1986, as amended from time to time (the "Code"), or any successor provisions thereto.

Notwithstanding any other provisions of these Articles, the corporation is organized exclusively for one or more of the purposes as specified in Section 501(c)(3) of the Code, and shall not carry on any activity not permitted to be carried on by a corporation exempt from Federal income tax under Section 501(c)(3) of the Code or corresponding provisions of any subsequent tax laws. In general, the corporation shall be operated in such a manner so that the contributions made to it by individuals or other corporations shall qualify as deductions for charitable, scientific, literary and educational contributions under Section 170 of the Code and further that:

(a) No part of the net earnings of the corporation shall inure to the benefit of any private shareholder, member or individual, and that no substantial part of the activities of the corporation shall be the carrying on of propaganda or otherwise attempting to influence legislation or participating in political activities on behalf of a candidate for public office.

(b) Gifts may be made to other corporations, trusts, or community chests, funds or foundations, or associations operated exclusively for religious, charitable, scientific, literary or educational purposes, no part of the net earnings of which inures to the benefit of any private shareholder, member or individual having a personal or private interest in the activities of the corporation, and no substantial part of the activity of which corporation is the carrying on of propaganda or otherwise attempting to influence legislation or participating in political activities on behalf of a candidate for public office.

(c) Upon the dissolution of the corporation, the Board of Directors, after paying or making provision for the payment of all the liabilities of the corporation, shall dispose of all of the assets of the corporation to such corporation or corporations which are then qualified as exempt within the meaning of Section 501(c)(3) of the Code, or the corresponding provision of any future United States Internal Revenue law, (but only if the purposes and objectives of such corporation(s) are similar to the purposes and objectives of the corporation), or to the Federal government or to a State or local government, for a public purpose. Any such assets not disposed of shall be distributed by a court of the county in which the principal office of the Corporation is then located to another corporation, to be used in such manner as in the judgment of such Court will best accomplish the general purposes for which the corporation was organized.

(d) In any taxable year in which the corporation is a private foundation as described in Section 509(a) of the Code, the corporation shall distribute its income for said period at such time and manner as not to subject it to tax under Section 4942 of the Code, and the corporation shall not (i) engage in any act of self-dealing as defined in Section 4941(d) of the Code, (ii) retain any excess business holdings as defined in Section 4943(c) of the Code, (iii) make any investments in such a manner as to subject the corporation to tax under Section 4944 of the Code, or (iv) make any taxable expenditures as defined in Section 4945(d) of the Code or corresponding provisions of any subsequent Federal tax laws.