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ACCOUNT NO. : 072100000032

REFERENCE : 193546 80741A

AUTHORIZATION :

COST LIMIT : \$ PPD

FILED  
SECRETARY OF STATE  
DIVISION OF CORPORATIONS  
99 APR -5 PM 5:34

ORDER DATE : April 5, 1999

ORDER TIME : 11:34 AM

ORDER NO. : 193546-005

CUSTOMER NO: 80741A

CUSTOMER: Ms. Shirley Ludke  
BOWMAN GEORGE SCHEB TOALE &  
BOWMAN GEORGE SCHEB TOALE &  
Suite 3  
22 South Tuttle Avenue  
Sarasota, FL 34237

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-04/05/99-01090-018  
\*\*\*\*\*70.00 \*\*\*\*\*70.00

DOMESTIC FILING

NAME: FLORIDA HEALTHNET, INC.

EFFECTIVE DATE:

XX ARTICLES OF INCORPORATION  
\_\_\_\_ CERTIFICATE OF LIMITED PARTNERSHIP

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

\_\_\_\_ CERTIFIED COPY  
XX PLAIN STAMPED COPY  
\_\_\_\_ CERTIFICATE OF GOOD STANDING

CONTACT PERSON: James Guy

EXAMINER'S INITIALS:

RECEIVED  
99 APR -5 PM 12:12  
DEPARTMENT OF STATE  
DIVISION OF CORPORATIONS  
TALLAHASSEE, FLORIDA

gn  
4/5/99

ARTICLES OF INCORPORATION

OF

Florida HealthNet, Inc.

A Florida Not For Profit Corporation

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The undersigned person, acting as incorporator of a corporation not for profit under the Florida Not For Profit Corporation Act, as set forth in Chapter 617 of The Florida Statutes, adopts the following Articles of Incorporation for such corporation:

ARTICLE I

The name of the Corporation is: Florida HealthNet, Inc., and its address is: c/o Myra Monfort, 1241 Gulf of Mexico Drive, Longboat Key, FL 34228

ARTICLE II

The Corporation shall have perpetual duration.

ARTICLE III

The corporation is a not for profit corporation. The purpose for which the corporation is organized is to operate exclusively for such charitable, religious, educational, and scientific purposes as will qualify it as an exempt organization under Section 501(c)(3) of the Internal Revenue Code of 1986 or corresponding provisions of any subsequent federal tax laws, including, for such purposes, the making of distributions to organizations which qualify as tax-exempt organizations under that Code.

No part of the net earnings of the corporation shall inure to the benefit of, or be distributed to its members, trustees,

officers, or other private persons, except that the corporation shall be authorized and empowered to pay reasonable compensation for services rendered and to make payments and distributions in furtherance of the purposes set forth in this Article. No substantial part of the activities of the corporation shall be the carrying on of propaganda, or otherwise attempting to influence legislation, and the corporation shall not participate in, or intervene in (including the publishing or distribution of statements) any political campaign on behalf of or in opposition to any candidate for public office. Notwithstanding any other provision of these articles, the corporation shall not carry on any other activities not permitted to be carried on (a) by a corporation exempt from federal income tax under section 501(c)(3) of the Internal Revenue Code, or the corresponding section of any future federal tax code, or (b) by a corporation, contributions to which are deductible under section 170(c)(2) of the Internal Revenue Code, or the corresponding section of any future federal tax code.

#### ARTICLE IV

The street address of the initial Registered Office of the Corporation is 22 South Tuttle Avenue, Suite 3, Sarasota, Florida 34237, and the name of its initial Registered Agent at that address is David G. Bowman, Jr., Esquire.

#### ARTICLE V

The powers of this corporation shall be exercised, its property controlled, and its affairs conducted by a board of directors. The number of the directors of the corporation shall be

eight; provided, however, that such number may be changed by bylaws duly adopted pursuant to the bylaws of this corporation.

The directors named herein as the first board of directors shall hold office until the first meeting of the board of directors, at which time an election of directors shall be held.

Directors shall be elected as provided for in the bylaws.

The names of the persons who are to serve as the initial directors are:

Dr. Joseph Y. Dwoskin	Sal Randisi
Darnell Dent	Hilda Randisi
Dr. Richard A. McCray	Dr. Louis Robinson
Myra Monfort	
Ken Monfort	

#### ARTICLE VI

The name and the address of the incorporator is:

Myra Monfort, 1241 Gulf of Mexico Drive,  
Longboat Key, Florida 34228

#### ARTICLE VII

The board of directors shall elect the following officers: President, Treasurer, and Secretary, and such other officers as the bylaws of this corporation may authorize the directors to elect from time to time with such terms of office and duties as specified in the bylaws. Initially, the President, Secretary and Treasurer

shall be elected at the Organizational Meeting of the Board of Directors.

#### ARTICLE VIII

Subject to the limitations contained in the bylaws and any limitations set forth in the Florida Not For Profit Corporation Act described above, concerning corporate action that must be authorized or approved by the members of the corporation, the bylaws of this corporation may be made, altered, rescinded, added to, or new bylaws may be adopted, either by a resolution of the board of directors or by following the procedure set forth therefor in the bylaws.

#### ARTICLE IX

The property of this corporation is irrevocably dedicated to charitable purposes and no part of the net income or assets of this corporation shall ever inure to the benefit of any director, officer, or member thereof, or to the benefit of any private individual.

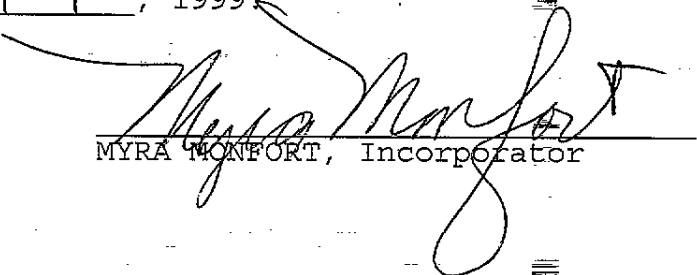
#### ARTICLE X

Upon the dissolution or winding up of this corporation, its assets remaining after payment, or provision for payment, of all debts and liabilities of the corporation, shall be distributed to a not for profit fund, foundation, or corporation which is organized and operated exclusively for religious, educational, scientific or charitable purposes and which has established its tax exempt status under Section 501(c)(3) of the Internal Revenue Code of 1986, or corresponding provisions of any subsequent federal tax laws.

ARTICLE XI

Amendments to these articles of incorporation may be proposed by a resolution adopted by the board of directors.

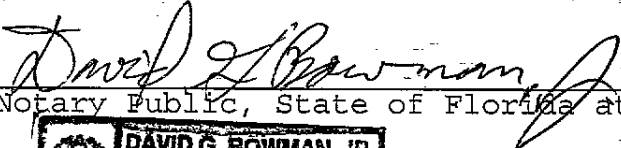
I the undersigned, being the incorporator of this corporation, for the purpose of forming this not for profit charitable corporation under the laws of Florida, have executed this articles of incorporation on April 1, 1999.

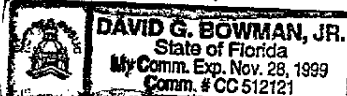
  
MYRA MONFORT, Incorporator

STATE OF FLORIDA  
COUNTY OF SARASOTA

Before me personally appeared Myra Monfort, personally known to me to be the person described in and who executed the foregoing Articles of Incorporation and acknowledged to and before me that she executed said instrument for the purposes therein expressed.

WITNESS my hand and official seal this 1st day of April, 1999.

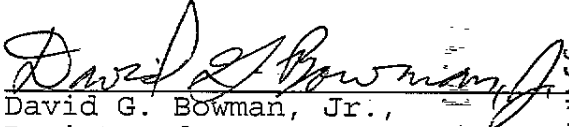
  
Notary Public, State of Florida at Large



ACCEPTANCE BY REGISTERED AGENT

The undersigned hereby accepts the appointment as Registered Agent of Florida, which is contained in the foregoing Articles of Incorporation.

DATED this 1st day of April, 1999.

  
David G. Bowman, Jr.,  
Registered Agent

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