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**Florida Department of State
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From:
Account Name : BROAD AND CASSEL - MIAMI
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Anna Solgado

FLORIDA PROFIT CORPORATION OR P.A.

AND COLLEGE, INC.

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ARTICLES OF INCORPORATION
OF
AND COLLEGE, INC.

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

ARTICLE I
NAME

The name of the corporation (hereinafter referred to as the "Corporation") is And College, Inc.

ARTICLE II
PRINCIPAL OFFICE

The principal office of the Corporation is 9320 Southwest 61st Court, Miami, Florida 33156, or in any other city in the State of Florida designated by the Board of Directors from time to time.

ARTICLE III
REGISTERED AGENT

The name of the Corporation's registered agent in the State of Florida is Lawrence H. Schimmel, M.D., and the address of the Corporation's registered office is 9320 Southwest 61st Court, Miami, Florida 33156.

ARTICLE IV
INCORPORATOR

The name and address of the incorporator of the Corporation is: Dawn L. Bowling, Broad and Cassel, Miami Center, 201 South Biscayne Boulevard, Suite 3000, Miami, Florida 33131.

THIS DOCUMENT PREPARED BY:
DAWN LANKFORD BOWLING, P.A.
BROAD AND CASSEL
FL BAR NO. 0938734
201 S. Biscayne Boulevard, Suite 3000
Miami, Florida 33131
(305) 373-9400

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**ARTICLE V
PURPOSE**

The purpose of the Corporation is to engage in any lawful act or activity for which corporations may be organized under the laws of the State of Florida, and the Corporation shall have all of the powers conferred upon corporations organized under the laws of the State of Florida to carry out such purpose.

**ARTICLE VI
TERM**

The Corporation shall have perpetual existence.

**ARTICLE VII
CAPITAL STOCK**

The Corporation is authorized to issue 1,000,000 shares of common stock, par value \$.01 per share.

**ARTICLE VIII
DIRECTORS**

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 Bylaws but shall never be less than one. The names and addresses of the initial directors are:

Lawrence H. Schimmel, M.D.
9320 Southwest 61st Court
Miami, Florida 33156

Michael S. Schimmel
9320 Southwest 61st Court
Miami, Florida 33156

**ARTICLE IX
INDEMNIFICATION**

The Corporation shall indemnify any director or officer to the fullest extent permitted by Florida Law.

IN WITNESS WHEREOF, the undersigned incorporator has executed these Articles of Incorporation this 6th day of January, 2000.


Dawn L. Bowling, Incorporator

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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.



Lawrence H. Schimmel, M.D.,
Individually

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