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(ALSO ADMITTED IN OKLAHOMA & TEXAS)
OF COUNSEL

EFFECTIVE DATE

3 January, 2000

01-01-00

Department of State
Division of Corporations
P.O. Box 6327
Tallahassee, Florida 32314

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-01/04/00-01057-005
****112.50 *****78.75

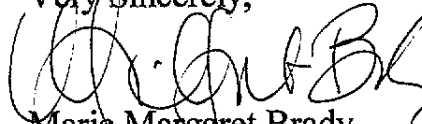
Re: New Florida Professional Service Corporation
John J. Crittenden, M.D., P.A.

Dear Madam,

Enclosed is a check for \$112.50 and the executed Articles of Incorporation and Acceptance of Registered Agent for John J. Crittenden M.D., P.A., a new Florida Professional Service Corporation. Please accept these documents for filing and return a certified copy to our office at the above address.

Thank you for your assistance.

Very Sincerely,


Marie Margaret Brady

Enclosure

mmb

FILED
00 JAN -4 AM 9:34
TALLAHASSEE, FLORIDA

T. Burch JAN 11 2000

FILED

00 JAN -4 AM 9:34

DEPARTMENT OF STATE
TALLAHASSEE, FLORIDA

ARTICLES OF INCORPORATION

OF

JOHN J. CRITTENDEN, M.D., P.A.

EFFECTIVE DATE

01-01-00

The undersigned subscriber to these articles of incorporation, being duly licensed to practice MEDICINE under the laws of the state of Florida, adopt(s) these articles to form a corporation under the Professional Service Corporation and Limited Liability Company Act, F.S. Chapter 621, and other laws of the state of Florida.

ARTICLE I. NAME

The name of the professional service corporation is JOHN J. CRITTENDEN, M.D., P.A.

ARTICLE II. PRINCIPAL OFFICE

The principal office and mailing address of this corporation 3577 Gulf Breeze Parkway, Gulf Breeze, Florida 32561.

ARTICLE III. PURPOSE

The professional service corporation is formed to engage in every phase and aspect of the practice of medicine. In addition, the corporation may invest the funds of the professional service corporation in real estate, mortgages, stocks, bonds, or any other type of investment, and own real and personal property necessary for the rendering of professional services.

ARTICLE IV. TERM OF EXISTENCE

The professional service corporation shall have perpetual existence starting on the date these articles of incorporation are filed with the Florida Department of State.

ARTICLE V. CAPITAL STOCK

The capital stock of the professional service corporation shall be One Thousand (1,000) shares of common stock, having a par value of One Dollar and no/100 (\$1.00) per share.

None of the shares of the professional service corporation may be issued to anyone other than an individual duly licensed to practice medicine in the state of Florida.

ARTICLE VI. REGISTERED OFFICE AND AGENT

The address of the initial registered office of this professional service corporation is 3577 Gulf Breeze Parkway, Gulf Breeze, Florida 32561. The name of the initial registered agent at that address is John J. Crittenden, M.D.

ARTICLE VII. BOARD OF DIRECTORS

The business of the corporation shall be managed by its board of directors. The initial board of directors shall consist of one member. The name and address of the member of the first board of directors is:

Name	Address
John J. Crittenden	3577 Gulf Breeze Parkway Gulf Breeze, Florida 32561

ARTICLE VIII. SUBSCRIBER

The name and address of the person signing these articles of incorporation as the subscriber is:

Name	Address
John J. Crittenden	3577 Gulf Breeze Parkway Gulf Breeze, Florida 32561

ARTICLE IX. RESTRAINT ON ALIENATION OF SHARES

The shareholder(s) of the professional service corporation shall have the power to include in the bylaws, or by separate agreement adopted by a majority of the shareholder(s) of the professional service corporation, any regulatory or restrictive provisions regarding the proposed sale, transfer, or other disposition of any of the outstanding stock of the professional service corporation by any of its shareholder(s), or in the event of the death of any of its shareholder(s). The manner and form, as well as the relevant terms, conditions, and details, of the disposition shall be determined by the shareholder(s) of the professional service corporation; provided, however, that such regulatory or restrictive provisions shall not affect the rights of third parties without actual notice of the provisions unless the existence of the provisions is plainly noted on the certificate evidencing the ownership of such stock. No shareholder of the professional service corporation may sell or transfer stock in the corporation except to another individual who is eligible to be a shareholder of the

professional service corporation, and the sale or transfer may be made only after it has been approved at a shareholder meeting especially called for that purpose. If any shareholder becomes legally disqualified to practice medicine in the state of Florida, is elected to a public office, or accepts employment that places restrictions or limitations on the continuous rendering of such professional services, that shareholder's shares of stock shall immediately become subject to purchase by the professional service corporation in accordance with the bylaws adopted by the shareholder(s).

ARTICLE X. AMENDMENT

The corporation reserves the right to amend or repeal any provisions in these articles of incorporation in the manner provided by law. Any right conferred on the shareholder(s) is subject to this reservation.

ARTICLE XI. EFFECTIVE DATE

These Articles of Incorporation shall be effective beginning on the 1st day of January, 2000.

IN WITNESS WHEREOF, the undersigned subscriber executed these Articles of Incorporation on this 31 day of December, 1999.

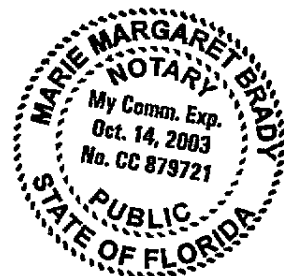

John J. Crittenden, M.D.

STATE OF FLORIDA
COUNTY OF ESCAMBIA

The foregoing articles of incorporation were acknowledged before me on this 31 day of December, 1999, by John J. Crittenden, who is known to me or who produced _____ as identification.

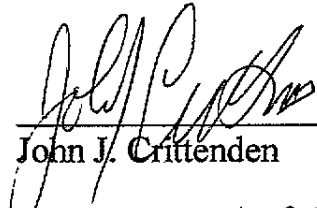

Notary Public

State of Florida at Large



ACCEPTANCE OF REGISTERED AGENT

Having been named to accept service of process for JOHN J. CRITTENDEN, M.D., P.A. at that place designated in the Articles of Incorporation, the undersigned is familiar with, and accepts, the obligations of that position pursuant to F.S. 607.0501(3).



John J. Crittenden
Date: 12-31-99
