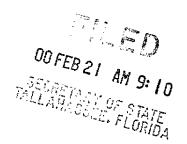
FISHER, RUSHMER, WERRENRATH,

DICKSON, TALLEY & DUNLAP, P.A. ATTORNEYS AT LAW

> SUITE 1500 FIRST UNION BUILDING 20 NORTH ORANGE AVENUE • P.O. BOX 712 ORLANDO, FLORIDA 32802-0712 (407) 843-2111 TELEFAX (407) 422-1080



February 18, 2000

James M. Talley Internet Address: JTALLEY@FISHERLAWFIRM.COM

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

6000003141526 -02/21/00--01105--003 *****78.75

Incorporation of "Paul Geary, Jr., M.D., P.A." Re:

Dear Sir/Madam:

We would like to register a for profit professional association under the name of "Paul Geary, Jr., M.D., P.A."

Enclosed please find an original and a copy of Articles of Incorporation of "Paul Geary, Jr., M.D., P.A." together with this firm's check for \$78.75 for the filing/certification fees.

Sincerely,

James M. Talley

JMT/chm Enclosures

ARTICLES OF INCORPORATION OF PAUL GEARY, JR., M.D., P.A.

00 FEB 21 AM 9: 10

The undersigned incorporator, for the purpose of forming a corporation inder the Florida Professional Association Act, hereby adopts the following Articles of Incorporation.

ARTICLE I: NAME

The name of the corporation shall be PAUL GEARY, JR., M.D., P.A.

ARTICLE II: PRINCIPAL OFFICE

The principal place of business of this corporation is:

77 West Underwood Street, Suite 400 Orlando, Florida 32806

The mailing address is the same as above.

ARTICLE III: CAPITAL STOCK

The number of shares of stock that this corporation is authorized to have outstanding at any one time is 1,000 shares of common stock at \$1.00 par value.

ARTICLE IV: INITIAL REGISTERED AGENT AND ADDRESS

The name and address of the initial registered agent is:

PAUL GEARY, JR., M.D. 77 West Underwood Street, Suite 400 Orlando, Florida 32806 STATE OF FLORIDA) S.S. COUNTY OF ORANGE)

I HEREBY CERTIFY that on this day before me, a Notary Public duly authorized in the State and County aforesaid to take acknowledgments, personally appeared PAUL GEARY, JR., M.D., the person described as incorporator to the foregoing Articles of Incorporation, who is personally known to me, and who executed the same and acknowledged before me that he subscribed to those Articles of Incorporation.

WITNESS my hand and official seal in the County and State named above this 16th day of February, 2000.

Print: James M. Talley

NOTARY PUBLIC State of Florida at Large

My Commission Expires:

(Notarial Seal)

NOTARY PUBLIC - STATE OF FLORIDA JAMES M. TALLEY COMMISSION # CC636627 EXPIRES 4/8/2001 BONDED THRU ASA 1-888-NOTARY1

MOTARY PUBLIC - STATE OF FLORIDA LAMES M. TALLEY COMMISSION # CC636627 EXPIRES 4/8/2001 1794 HRU AS 1-888-NOTARY

ARTICLE V: INCORPORATOR

The name and address of the incorporator of these Articles of Incorporation is:

PAUL GEARY, JR., M.D. 1304 Windsong, Road Orlando, Florida 32809

ARTICLE VI: INITIAL BOARD OF DIRECTORS

The name and address of the member of the initial Board of Directors of the corporation

is:

PAUL GEARY, JR., M.D. 1304 Windsong, Road Orlando, Florida 32809

ARTICLE VII: PURPOSE

The purpose of the corporation is to practice medicine.

The undersigned has executed these Articles of Incorporation this 1/6 day of February, 2000.

I HEREBY ACCEPT THE DESIGNATION AS REGISTERED AGENT.

PAUL GEARY, JR.

President Incorporator / Registered Agent