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Florida Department of State
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To:
Division of Corporations
Fax Number : (850)922-4001

From:
Account Name : CORPORATE CREATIONS INTERNATIONAL INC.
Account Number : 110432003053
Phone : (305)672-0686
Fax Number : (305)672-9110

EFFECTIVE DATE
3-23-00

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

2000 MAR 24 PM 2:44

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FLORIDA PROFIT CORPORATION OR P.A.

Miami-Dade Anesthesia Associates, P.A.

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ARTICLES OF INCORPORATION

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Article I. Name

The name of this Florida corporation is:
Miami-Dade Anesthesia Associates, P.A.

The Corporation is being formed for the practice of general medicine and all other activities permitted under applicable law.

Article II. Address

The Corporation's mailing address is:
Miami-Dade Anesthesia Associates, P.A.
555 NE 34th Street Apt 601
Miami FL 33137

Article III. Registered Agent

The name and address of the Corporation's registered agent is:
Dr. Scott Eber
555 NE 34th Street Apt 601
Miami FL 33137

Article IV. Board of Directors

The name of each member of the Corporation's Board of Directors is:
Dr. Guillermo Tablada
Dr. Scott Eber
Dr. Osvaldo Valdes

The affairs of the Corporation shall be managed by a Board of Directors consisting of no less than one director. The number of directors may be increased or decreased from time to time in accordance with the Bylaws of the Corporation. The election of directors shall be done in accordance with the Bylaws. The directors shall be protected from personal liability to the fullest extent permitted by applicable law.

Corporate Creations International Inc.
941 Fourth Street #200
Miami Beach FL 33139
(305) 672-0686

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Article V. Capital Stock

The Corporation shall have the authority to issue 100 shares of common stock, par value \$.01 per share.

Article VI. Incorporator

The name and address of the incorporator is:
Corporate Creations International Inc.
941 Fourth Street #200
Miami Beach FL 33139

Article VII. Corporate Existence

These Articles of Incorporation shall become effective and the corporate existence will begin on March 23, 2000.

The undersigned incorporator executed these Articles of Incorporation on March 23, 2000.



CORPORATE CREATIONS INTERNATIONAL INC.
Todd A. Hardy Vice President

Corporate Creations International Inc.
941 Fourth Street #200
Miami Beach FL 33139
(305) 672-0686

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TALLAHASSEE, FLORIDA

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**CERTIFICATE OF DESIGNATION
REGISTERED AGENT/OFFICE**


CORPORATION:

Miami-Dade Anesthesia Associates, P.A.

REGISTERED AGENT/OFFICE:

**Dr. Scott Eber
555 NE 34th Street Apt 601
Miami FL 33137**

I agree to act as registered agent to accept service of process for the corporation named above at the place designated in this Certificate. I agree to comply with the provisions of all statutes relating to the proper and complete performance of the registered agent duties. I am familiar with and accept the obligations of the registered agent position.


DR. SCOTT EBER
by T.A. Hardy as attorney-in-fact

Date: March 23, 2000

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