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MARKS GRAY
PROFESSIONAL ASSOCIATION
ATTORNEYS AT LAW
EST. 1899

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SAM R. MARKS (1895-1973)
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DELBRIIDGE L. GIBBS (1917-1992)

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EMAIL: GWEEDON@MARKSGRAY.COM

March 22, 2000

EFFECTIVE DATE

03/22/00

Via Federal Express

Florida Department of State
Division Of Corporations
409 East Gaines St.
Tallahassee, FL 32399

6000003181806--9
-03/23/00--01033--017
*****78.75 *****78.75

Re: **CHILDREN'S AFTER HOURS URGENT CARE, INC.**
Our File No. 15338

Dear Sir or Madam:

Enclosed please find an original and one copy of Articles of Incorporation for the above-referenced corporation for filing. Our check in the amount of \$78.75 is enclosed for the filing fees.

Please return a certified copy of the articles to me.

Thank you for your assistance.

Very truly yours,

MARKS, GRAY, CONROY & GIBBS

Debbie Manning

Debbie Manning
Secretary to Gerald W. Weedon

FILED
00 MAR 23 PM 12
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Per 3/25/00

**ARTICLES OF INCORPORATION
OF
CHILDREN'S AFTER HOURS URGENT CARE, P.A.**

FILED
00 MAR 23 PM 12: 37
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLE I

NAME

EFFECTIVE DATE

03/22/00

The name of this professional association is CHILDREN'S AFTER HOURS URGENT CARE, P.A. organized under the authority of Chapter 621, Florida Statutes.

ARTICLE II

NATURE OF BUSINESS

This corporation is organized for the purpose of engaging in every phase and aspect of the business of rendering the same professional services to the public as a Doctor of Medicine, duly licensed under the State of Florida, is authorized to render. It is authorized to invest such funds of the corporation as may be necessary to own real estate or personal property for the rendering of professional services. Further, it is authorized to do all and everything necessary and proper for the accomplishment of any of the purposes of the corporation including any or all lawful business permitted under the laws of the State of Florida or any other state and of the United States.

ARTICLE III

CAPITAL STOCK

This corporation is authorized to issue one thousand (1,000) shares of common stock having a par value of One Dollar (\$1.00) per share, which shares shall be and hereby are designated as "Common Shares". Without action by the stockholders, any or all of the

authorized shares may be issued by the corporation from time to time for such consideration as may be fixed by the Board of Directors of this corporation.

ARTICLE IV

TERM OF EXISTENCE

The term for which this corporation shall exist shall be perpetual, commencing on the date of execution of these Articles.

ARTICLE V

PRINCIPAL OFFICE OF THE CORPORATION

The principal office of the business of the corporation shall be 8123 Summit Ridge Lane, Jacksonville, Florida 32256. The Board of directors may, from time to time, change the principal office and mailing address to any other address in Florida.

ARTICLE VI

INITIAL REGISTERED OFFICE AND AGENT

The initial registered office of this corporation in the State of Florida is 1200 Riverplace Boulevard, Suite 800, Jacksonville, Florida 32207, and the name of the initial registered agent of this corporation at that address is Gerald W. Weedon. The Board of Directors may, from time to time, change the registered agent or move the registered office to any other address in Florida.

ARTICLE VII

INITIAL BOARD OF DIRECTORS

This corporation shall have two (2) Directors initially. The number of Directors may be increased or diminished, from time to time, by amendment to the Bylaws, but in no event shall the number of Directors be reduced below one (1). The names and addresses of the initial

Directors of this corporation are:

NAME

ADDRESS

Brian Gilligan, M.D.

8123 Summit Ridge Lane
Jacksonville, FL 32256

Anthony Pohlgeers, M.D.

8229 Bay Tree Lane
Jacksonville, FL 32256

ARTICLE VIII

INCORPORATOR

The name and address of the Incorporator of this corporation is:

NAME

ADDRESS

Brian Gilligan, M.D.

8123 Summit Ridge Lane
Jacksonville, FL 32256

ARTICLE IX

BYLAWS

Both the shareholders and the Board of Directors may repeal, amend or adopt Bylaws for the corporation, pursuant to these Articles, except that the shareholders may prescribe in any Bylaws made by them that such Bylaws shall not be altered, repealed or amended by the Board of Directors.

ARTICLE X
AMENDMENTS

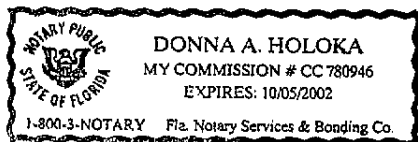
These Articles of Incorporation may be amended in the manner provided by law. Both the shareholders and the Board of Directors may repeal, amend or adopt Bylaws for the corporation, pursuant to these Articles, except that the shareholders may prescribe in any Bylaws made by them that such Bylaw shall not be altered, repealed or amended by the Board of Directors.

IN WITNESS WHEREOF, the undersigned Incorporator, being a natural person competent to contract, has hereunto set his hand and affixed his seal this 22 day of March 2000.

Brian P. Gilligan (SEAL)
Brian Gilligan, M.D., Incorporator

STATE OF FLORIDA
COUNTY OF DUVAL

The foregoing instrument was acknowledged before me this 22 day of March, 2000, by Brian Gilligan, M.D. who is personally known to me or who has produced Driver's License as identification.



(SEAL)

Donna A. Holoka
Notary Public
Donna A. Holoka
Print Name
My Commission expires: 10/2/2002
Commission Number: CC 780946

FILED

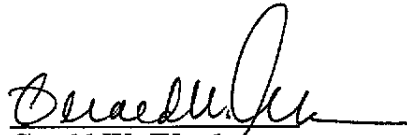
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CERTIFICATE OF ACCEPTANCE OF DESIGNATION OF
REGISTERED AGENT OF
CHILDREN'S AFTER HOURS URGENT CARE, INC.

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Pursuant to Sections 48.091 and 607.034 and 621, Florida Statutes, the undersigned, having been designated as the initial Registered Agent for the service of process within the State of Florida upon CHILDREN'S AFTER HOURS URGENT CARE, P.A., a corporation organized under the laws of the State of Florida, does hereby accept the appointment as such Registered Agent for the above-named corporation, and does hereby agree to comply with the provisions of Section 48.091(2) relative to keeping open the Registered Office of said corporation, which Registered Office is located at 1200 Riverplace Boulevard, Suite 800, Jacksonville, Florida 32207.

IN WITNESS WHEREOF, I, such designated Registered Agent, have hereunto set my hand and seal at Jacksonville, Duval County, Florida, on this 22nd day of March, 2000.


Gerald W. Weedon
Registered Agent