

TRANSMITTAL LETTER
PRO000046609

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

SUBJECT: Comprehensive Podiatric Services II Inc.
(PROPOSED CORPORATE NAME - MUST INCLUDE SUFFIX)

200003243732--7
-05/09/00--01012--013
*****87.50 *****87.50

Enclosed is an original and one(1) copy of the articles of incorporation and a check for :

\$70.00 Filing Fee
 \$78.75 Filing Fee & Certificate of Status

\$78.75 Filing Fee & Certified Copy
 \$87.50 Filing Fee, Certified Copy & Certificate of Status
ADDITIONAL COPY REQUIRED

FROM: Sherrri Drayton
Name (Printed or typed)

11233 W Atlantic Blvd #308
Address

Coral Springs, FL 33071
City, State & Zip

(954) 806-7347
Daytime Telephone number

FILED
00 MAY -8 PM 12:59
SECRETARY OF STATE
TALLAHASSEE, FL 32304

NOTE: Please provide the original and one copy of the articles.

5-10
WOC

ARTICLES OF INCORPORATION
OF
COMPREHENSIVE PEDIATRIC SERVICES II, INC.

FILED
00 MAY -8 PM 12:59
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The undersigned INCORPORATOR(s), for the purposes of forming a corporation under the Florida General Corporation Act, hereby adopt(s) the following Articles of Incorporation.

ARTICLE I - NAME

The name of the corporation shall be: Comprehensive Pediatric Services II, Inc.

The principal place of business of this corporation shall be:

11233 West Atlantic Blvd., #308
Coral Springs, FL 33071.

ARTICLE II - NATURE OF BUSINESS

This Corporation may engage in or transact any or all lawful activities or business permitted under the laws of the United States, the State of Florida, or any other state, country, territory, or nation.

ARTICLE III - CAPITAL STOCK

The aggregate number of shares of stock and its value that this corporation is authorized to have outstanding at any one time is 1,000 shares with a \$1.00 par value

ARTICLE IV - TERM OF EXISTENCE

This corporation is to exist perpetually.

ARTICLE V- OFFICERS DIRECTORS

The name(s) and street address(es) of the initial officer(s) and director(s), if any, who shall hold office the first year of the corporation's existence or until their successor(s) is (are) elected is (are):

Sherri Drayton
President

11233 West Atlantic Blvd. Apt. 308
Coral Springs, FL. 33071

Aletris Drayton
Secretary

11233 West Atlantic Blvd. Apt. 308
Coral Springs, FL. 33071

Kellie Fields
Treasurer

11233 West Atlantic Blvd. Apt. 308
Coral Springs, FL. 33071

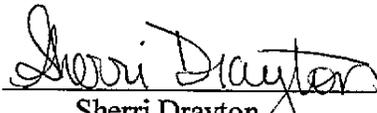
ARTICLE VI- INCORPORATOR(S)

The name(s) and street address(es) of the INCORPORATOR(s) to this articles of incorporation is (are):

Sherri Drayton
11233 W Atlantic Blvd. #308
Coral Springs, Fl 33071

IN WITNESS WHEREOF, the undersigned INCORPORATOR(s) has (have) executed
Articles of Incorporation this, 25th day of April 2000.

Signature(s) of INCORPORATOR(s)


Sherri Drayton

**CERTIFICATE OF DESIGNATION
REGISTERED AGENT/REGISTERED OFFICE**

Pursuant to the provisions of Section 607.325, Florida Statutes, the undersigned corporation, organized under the laws of the State of Florida, submits the following statement in designating the registered office/registered agent, in the State of Florida.

00 MAY -8 PM 12:59
FILED
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

1. The name of the corporation:

Comprehensive Pediatric Services II, Inc.

2. The name and address of the registered agent and office is:

Sherri Drayton
11233 West Atlantic Blvd., #308
Coral Springs, FL 33071

Signature: Sherri Drayton

Title: President

Date: 4-25-00

HAVING BEEN NAMED TO ACCEPT SERVICE OF PROCESS FOR THE ABOVE STATED CORPORATION, AT THE PLACE DESIGNATED IN THIS CERTIFICATE, I HEREBY AGREE TO ACT IN THIS CAPACITY AND I FURTHER AGREE TO COMPLY WITH THE PROVISIONS OF ALL STATUTES RELATIVE TO THE PROPER AND COMPLETE PERFORMANCES OF MY DUTIES, AND I ACCEPT THE DUTIES AND OBLIGATIONS OF SECTION 607.325 FLORIDA STATUTES.

SIGNATURE: Sherri Drayton

DATE: 4-25-00