

JEFFREY P. ZANE, P.A.

**ATTORNEY AT LAW
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PALM BEACH GARDENS, FLORIDA 33410

JEFFREY P. ZANE *

*** MEMBER OF
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June 1, 2000

VIA FEDERAL EXPRESS

Corporate Records Bureau

Division of Corporations

Department of State

409 East Gaines Street

Tallahassee, FL 32399

800003274568--1

-06/02/00--01039--004

*****78.75 *****78.75

Re: ANESTHESIA AND CRITICAL CARE SPECIALISTS OF PALM BEACH, P.A.

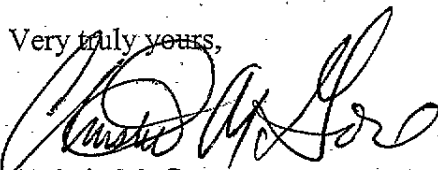
Dear Sir or Madam:

Enclosed herewith are the original and one copy of the Articles of Incorporation for the above-named corporation, along with a check to cover the following expenses:

Filing Fee	\$ 35.00
Certified Copy	8.75
Registered Agent Fee	35.00
Total	\$ 78.75

Please return the certified copies to our office. Thank you for your attention to this matter. Should have any questions, please do not hesitate to contact our office.

Very truly yours,



Christin M. Gore,
Legal Assistant

Enclosures as Stated

FILED
00 JUN -2 PM 12:44
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

D. BROWN JUN 1 2 2000

FILED
00 JUN -2 PM 12:44
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLES OF INCORPORATION

OF

ANESTHESIA AND CRITICAL CARE SPECIALISTS OF PALM BEACH, P.A.

The undersigned, for the purpose of forming a corporation under the Florida General Corporation Act, hereby adopt the following articles of incorporation:

ARTICLE ONE

The name of this corporation is ANESTHESIA AND CRITICAL CARE SPECIALISTS OF PALM BEACH, P.A.

ARTICLE TWO

The corporation is to have perpetual existence.

ARTICLE THREE

The corporation may transact any and all lawful business for which corporations may be incorporated under the Florida General Corporation Act. The specific purpose of the corporation is anesthesia and other medical services.

ARTICLE FOUR

4.01 The aggregate number of shares which the corporation shall have the authority to issue is 500, all of which shall be common shares with a par value of \$1.00 per share.

4.02 The minimum amount of paid-in capital with which the corporation shall begin business shall be not less than Five Hundred Dollars (\$500.00).

ARTICLE FIVE

5.01 The street address of the initial corporate office of the corporation is 11691 Stonehaven Way, West Palm Beach, Florida 33412.

5.02 The name and address of the initial Registered Agent for this corporation to accept service of process within the State of Florida is Jeffrey P. Zane, Esquire, 4800 Riverside Drive, Suite 101, Palm Beach Gardens, Florida 33410.

ARTICLE SIX

6.01 The name and address of the incorporator of this corporation is Jeffrey P. Zane, Esquire, 4800 Riverside Drive, Suite 101, Palm Beach Gardens, Florida 33410.

6.02 Said incorporator is over the age of eighteen (18) years; is sui juris, and is a citizen of the United States.

ARTICLE SEVEN

7.01 Four (4) directors shall constitute the initial Board of Directors of the corporation, but the Bylaws may provide for such increase or decrease in number thereof as is authorized by law.

7.02 The name and address of the members of the first Board of Directors are:

<u>Name</u>	<u>Address</u>
Ricardo L. Martinez, M.D.	11691 Stonehaven Way West Palm Beach, FL 33412
Carlos A. Archilla, M.D.	12973 Calais Circle Palm Beach Gardens, FL 33410
Francisco Grinberg	218 Merrain Road Palm Beach, FL 33480
Elijah J. Bell, M.D.	1369 11th Street West Palm Beach, FL 33401
Sonya M. Pease, M.D.	3540 Palm Drive West Palm Beach, FL 33404

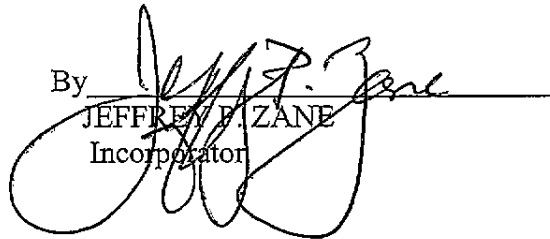
ARTICLE EIGHT

Nothing in these articles of incorporation shall be taken to limit the power of this corporation.

ARTICLE NINE

The effective date of this corporation shall be the filing date of these Articles of Incorporation.

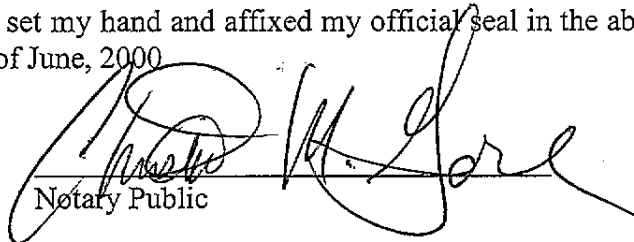
IN WITNESS WHEREOF, the undersigned has made and subscribed these articles of incorporation this 11th day of August, 1999.

By 
JEFFREY P. ZANE
Incorporator

STATE OF FLORIDA
COUNTY OF PALM BEACH

Before me, the undersigned authority, personally appeared JEFFREY P. ZANE, to me to be the person described in and who subscribed the above and foregoing Articles of Incorporation; and who acknowledged that he made and subscribed the same for the purposes and uses set forth therein.

IN WITNESS WHEREOF, I have set my hand and affixed my official seal in the above-named County and State this 5th day of June, 2000


Notary Public

My Commission Expires:



STATE OF FLORIDA
DEPARTMENT OF STATE

**Certificate Designating Place of Business or Domicile for the Service of Process Within
This State, Naming Agent Upon Whom Process May be Served and Names and
Addresses of the Officers and Trustees.**

The following is submitted, in compliance with Chapter 48.091, Florida Statutes.

ANESTHESIA AND CRITICAL CARE SPECIALISTS OF PALM BEACH, P.A., a corporation organized under the laws of the State of Florida, with its principal office at 11691 Stonehaven Way, West Palm Beach, Florida 33412, has named JEFFREY P. ZANE, ESQUIRE, located at 4800 Riverside Drive, Suite 101, Palm Beach Gardens, Florida 33410, as its agent to accept service of process within this State.

OFFICERS

<u>NAME</u>	<u>TITLE</u>	<u>ADDRESS</u>
Ricardo L. Martinez, M.D.	President	11691 Stonehaven Way West Palm Beach, FL 33412
Carlos A. Archilla, M.D.	Vice President	12973 Calais Circle Palm Beach Gardens, FL 33410
Francisco Grinberg	Vice President	218 Merrain Road Palm Beach, FL 33480
Elijah J. Bell, M.D.	Treasurer	1369 11th Street West Palm Beach, FL 33401
Sonya M. Pease, M.D.	Secretary	3540 Palm Drive West Palm Beach, FL 33404

DIRECTORS

<u>Name</u>	<u>Address</u>
Ricardo L. Martinez, M.D.	11691 Stonehaven Way West Palm Beach, FL 33412
Carlos A. Archilla, M.D.	12973 Calais Circle Palm Beach Gardens, FL 33410
Francisco Grinberg	218 Merrain Road Palm Beach, FL 33480
Elijah J. Bell, M.D.	1369 11th Street West Palm Beach, FL 33401
Sonya M. Pease, M.D.	3540 Palm Drive West Palm Beach, FL 33404

ACCEPTANCE:

I agree as Registered Agent to accept Service of Process; to keep the office open during prescribed hours; to post my name (and any other officers of said corporation authorized to accept service or process at the Florida designated address) in some conspicuous place in the office as required by law.


JEFFREY P. ZANE
Registered Agent

FILED
00 JUN -2 PM 12:45
SECRETARY OF STATE
TALLAHASSEE, FLORIDA