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KENNETH B. KASSIN, M.D., P.A.

GYNECOLOGY • GYNECOLOGICAL SURGERY • INFERTILITY • OBSTETRICS

1736 East Commercial Blvd.
Ft. Lauderdale, FL 33334

City/State/Zip

Phone #

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****157.50 *****78.75

Office Use Only

CORPORATION NAME(S) & DOCUMENT NUMBER(S), (if known):

1. _____
(Corporation Name) (Document #)

2. _____
(Corporation Name) (Document #)

3. _____
(Corporation Name) (Document #)

4. _____
(Corporation Name) (Document #)

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

00 JUL 17 AM 10:27

FILED

☐ Walk in

☐ Pick up time _____

☐ Certified Copy

☐ Mail out

☐ Will wait

☐ Photocopy

☐ Certificate of Status

NEW FILINGS

☐ Profit

☐ Not for Profit

☐ Limited Liability

☐ Domestication

☐ Other

AMENDMENTS

☐ Amendment

☐ Resignation of R.A., Officer/Director

☐ Change of Registered Agent

☐ Dissolution/Withdrawal

☐ Merger

OTHER FILINGS

☐ Annual Report

☐ Fictitious Name

REGISTRATION/QUALIFICATION

☐ Foreign

☐ Limited Partnership

☐ Reinstatement

☐ Trademark

☐ Other

T. Burch Jul 20 2000

Examiner's Initials

FILED

00 JUL 17 AM 10:27

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLES OF INCORPORATION
OF
LAUDERDALE OB/GYN GROUP, INC.

The undersigned, desiring to form a corporation for profit under the laws of the State of Florida, hereby certifies:

FIRST: The name of the corporation shall be:

LAUDERDALE OB/GYN GROUP, INC.

SECOND: The place in Florida where its principal office is to be located is: 1736 East Commercial Boulevard, Suite B, Fort Lauderdale, Broward County, Florida 33334.

THIRD: The purpose for which the corporation is formed is to engage in any lawful act or activity for which corporations may be formed under the laws of the State of Florida.

FOURTH: The maximum number of shares which the corporation is authorized to have outstanding is One Thousand (1,000) shares which shall consist of:

- (a) Two Hundred (200) shares shall be Class "A" common shares, \$.01 par value, and shall possess all of the voting rights of the corporation as hereinafter determined; and
- (b) Eight Hundred (800) shares shall be Class "B" common shares, \$.01 par value, and shall be non-voting.
- (c) The express terms of the shares of each class are as follows:
 - (1) No dividends shall be declared or paid on any class unless at the same time there shall be declared or paid, as the case may be, a dividend in the form of cash or property in an equal amount per share on the other class;
 - (2) In the event of a share dividend the dividend shall be payable in the same class;
 - (3) No holder of shares of the corporation shall have a preemptive right to subscribe for or to purchase any shares of any class of the corporation whether now or hereafter authorized; and
 - (4) Each class of shares shall be treated equally upon the dissolution, termination or winding up of the corporation.

FIFTH: The amount of stated capital with which the corporation shall begin business is Five Hundred (\$500) Dollars.

SIXTH: The registered agent shall be: Kenneth B. Kassin, 1736 East Commercial Boulevard, Suite B, Fort Lauderdale, Broward County, Florida 33334.

SEVENTH: The incorporator is: Kenneth B. Kassin, 1736 East Commercial Boulevard, Fort Lauderdale, Suite B, Broward County, Florida 33334.

EIGHTH: The corporation may purchase its own shares on prorata and/or non-prorata basis when authorized to do so by its Board of Directors.

IN WITNESS WHEREOF, I have hereunto subscribed my name this ____ day of July, 2000.


Kenneth B. Kassin, Incorporator

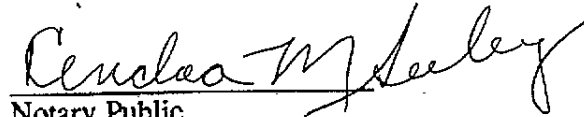
STATE OF FLORIDA
COUNTY OF BROWARD

The foregoing instrument was acknowledged before me this ____ day of July, 2000, by KENNETH B. KASSIN, who is personally known to me or has produced driver's license [issued by a state of the United States within the last five (5) years] as identification, and who did not take an oath.

My commission expires

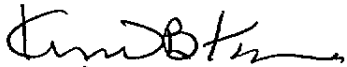


Andrea M. Seeley
MY COMMISSION # CC672095 EXPIRES
August 14, 2001
BONDED THRU TROY FAIN INSURANCE, INC.


Notary Public

APPOINTMENT OF STATUTORY AGENT

The undersigned incorporator of LAUDERDALE OB/GYN GROUP, INC. hereby appoints KENNETH B. KASSIN, a natural person resident in the county in which the corporation has its principal office, upon whom any process, notice of demand required or permitted by statute to be served upon the corporation may be served. Her complete address is: 1736 East Commercial Boulevard, Suite B, Fort Lauderdale, Broward County, Florida 33334.


Kenneth B. Kassin, Incorporator

Gentlemen:

I hereby accept appointment as agent of your corporation upon whom process, tax notices or demands may be served.


Kenneth B. Kassin