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FLORIDA PROFIT CORPORATION OR P.A.

ADVANCED PHYSICIANS MANAGEMENT, INC.

Certificate of Status	0
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Page Count	04
Estimated Charge	\$70.00

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**ARTICLES OF INCORPORATION
OF
ADVANCEDPHYSICIANS MANAGEMENT, INC.**

THE UNDERSIGNED, acting as sole incorporator of **ADVANCEDPHYSICIANS MANAGEMENT, INC.** under Chapter 607 of the Florida Statutes, hereby adopts the following Articles of Incorporation for such corporation:

**ARTICLE I
NAME**

The name of the corporation is **ADVANCEDPHYSICIANS MANAGEMENT, INC..**

**ARTICLE II
SHARES; REVISION OF ARTICLES**

The number of shares which the corporation shall have authority to issue is Ten Thousand (10,000), consisting of a single class of common stock, one cent (\$.01) par value per share. These Articles of Incorporation shall not be revised or amended without the unanimous consent of all shareholders of the Corporation.

**ARTICLE III
PRINCIPAL OFFICE**

The address of the Principal Office of the corporation is 1554 Boren Drive, Suite 200, Ocoee, Florida 34761-2986. The location of the Principal Office shall be subject to change as may be provided in bylaws duly adopted by the Corporation.

**ARTICLE IV
MAILING ADDRESS**

The mailing address of the corporation is 1554 Boren Drive, Suite 200, Ocoee, Florida 34761-2986.

**ARTICLE V
INITIAL REGISTERED OFFICE AND AGENT**

The address of the initial Registered Office of the corporation is 1554 Boren Drive, Suite 200, Ocoee, Florida 34761-2986, and the initial Registered Agent at such address Tony Talbert.

ARTICLE VI
INITIAL BOARD OF DIRECTORS

The number of Directors constituting the initial Board of Directors of the corporation is one (1). Such initial Director is Tony Talbert. The number of Directors may not be increased or decreased at any time, and no individual or entity may act as such sole Director except Tony Talbert. Mr. Talbert's address is as follows:

1554 Boren Drive, Suite 200
Ocoee, Florida 34761-2986

ARTICLE VII
INCORPORATOR

The name and address of the sole incorporator of the corporation is Tony Talbert, 1554 Boren Drive, Suite 200, Ocoee, Florida 34761-2986.

IN WITNESS WHEREOF, these Articles have been signed by the undersigned incorporator this 10th day of August, 2000.



Tony Talbert, Incorporator

**ACCEPTANCE OF APPOINTMENT
BY INITIAL REGISTERED AGENT**

THE UNDERSIGNED, an individual resident of the State of Florida, having been named in Article V of the foregoing Articles of Incorporation as initial Registered Agent at the office designated therein, hereby accepts such appointment and agrees to act in such capacity. The undersigned hereby states that he is familiar with, and hereby accepts, the obligations set forth in Section 607.0505, Florida Statutes, and the undersigned will further comply with any other provisions of law made applicable to him as Registered Agent of the corporation.

DATED, this 10th day of August, 2000.



Tony Talbert, Registered Agent