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TRANSMITTAL LETTER

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

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

SUBJECT: ADVANCED SURGICAL ASSOCIATES, P.A.

Enclosed is an original and one copy of the Articles of Incorporation, the Designation, and Acceptance of Registered Agent for a Florida Corporation.

Also enclosed is a check made payable to DEPARTMENT OF STATE for:

- | | | |
|-------------------------------------|----------|------------------------------------------|
| <input type="checkbox"/> | \$70.00 | Filing Fee |
| <input checked="" type="checkbox"/> | \$78.75 | Filing Fee & Certificate |
| <input type="checkbox"/> | \$122.50 | Filing Fee & Certified Copy |
| <input type="checkbox"/> | \$131.25 | Filing Fee, Certified Copy & Certificate |

FROM:



HADI A. SHALHOUB, D.O.
3660 20th Street
Vero Beach, FL 32960
(561) 562-7495

FILED
00 AUG -7 AM 11:45
SECRETARY OF STATE
TALLAHASSEE FLORIDA

T BROWN AUG 11 2000

ARTICLES OF INCORPORATION OF ADVANCED SURGICAL ASSOCIATES, P.A.

FILED
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SECRETARY OF STATE
TALLAHASSEE FLORIDA

ARTICLE I. CORPORATE NAME.

The name of this corporation is ADVANCED SURGICAL ASSOCIATES, P.A.

ARTICLE II. PRINCIPAL OFFICE.

The principal place of business of this corporation is:

3660 20th Street
Vero Beach, Florida 32960

The mailing address of this corporation is:

3660 20th Street
Vero Beach, Florida 32960

ARTICLE III. SPECIFIC NATURE OF BUSINESS

The specific nature of the business of this professional association shall be the practice of medicine.

ARTICLE IV. CAPITAL STOCK.

The number of shares of stock that this corporation is authorized to have outstanding at any one time is One Hundred (100) shares of common stock. Such shares shall be of a single class and shall have a par value of One (\$1.00) Dollar per share.

ARTICLE V. INITIAL REGISTERED AGENT AND OFFICE.

The name and address of the initial registered agent is:

HADI A. SHALHOUB, D.O.
3660 20th Street
Vero Beach, Florida 32960

ARTICLE VI. INCORPORATORS.

The name and street address of the incorporator of these Articles of Incorporation is:

Hadi A. Shalhoub, D.O., 3660 20th Street, Vero Beach, Florida 32960

ARTICLE VII. DIRECTORS.

This corporation shall have one (1) director, initially. The number of directors may be increased or diminished from time to time as provided in the By-Laws.

The name and street address of the member of the first Board of Directors is:

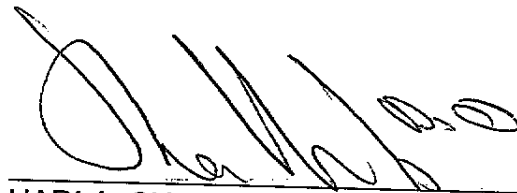
Hadi A. Shalhoub, D.O., 3660 20th Street, Vero Beach, Florida 32960

This director shall hold office until the first annual meeting or until his successor is elected or appointed and qualified as provided in the By-Laws.

ARTICLE VIII. OPTIONAL PROVISIONS.

None.

The undersigned has executed these articles of incorporation on this _____ day of August, 2000.



HADI A. SHALHOUB, D.O.
3660 20th Street
Vero Beach, FL 32960

DESIGNATION OF REGISTERED AGENT

Pursuant to the provisions of F.S. §607.0501, 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.

1. The name of the corporation is

ADVANCED SURGICAL ASSOCIATES, P.A.

2. The name of the registered agent is

HADI A. SHALHOUB, D.O.

3. The address of the registered agent/registered office is

3660 20th Street
Vero Beach, Florida 32960

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ACCEPTANCE

Having been named as registered agent and designated to accept service of process for the above corporation, I hereby accept the appointment as registered agent and agree to act in this capacity. I further agree to comply with the provisions of all statutes relating to the proper and complete performance of my duties, and I am familiar with and accept the obligations of my position as registered agent.

DATE: _____

8/2/00


HADI A. SHALHOUB, D.O.