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RAYMOND RIPLEY, JR.

-- ACCOUNTANTS, INC. --

235 Northeast 6th Avenue
Post Office Box 807 Delray Beach, Florida 33447
Telephone: (561) 272-7424 (561) 734-4454

Enrolled to Practice Before the
Internal Revenue Service

July 31, 2000

Florida Department of State
Secretary of State
Division of Corporations
Post Office Box 6327
Tallahassee, Florida 32314

400003359084--1
-08/16/00--01038--004
*****70.00 *****70.00

RE: Articles of Incorporation
STEPHEN J. SPROHA D.P.M., P.A.

Gentlemen:

Enclosed are the notarized Articles of Incorporation for STEPHEN J. SPROHA D.P.M., P.A. the Articles of Incorporation, and a check for \$70.00 to cover the various filing fees. Please accept these Articles of Incorporation for filing and assign the corporation a charter number.

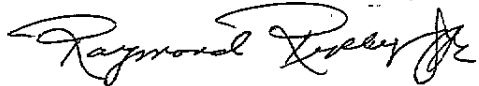
You may send the dated copy of the articles to:

Raymond Ripley, Jr.
235 Northeast 6th Avenue
Delray Beach, Florida 33483

Thank you for your help.

Sincerely,

RAYMOND RIPLEY, JR., ACCOUNTANTS, INC.



Raymond Ripley, Jr.

00 AUG 28 AM 9:17
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

FILED

AUG 29 2000



FLORIDA DEPARTMENT OF STATE
Katherine Harris
Secretary of State

August 23, 2000

ACCOUNTANTS, INC.
ATTN: RAYMOND RIPLEY, JR.
P.O. BOX 807
DELRAY BEACH, FL 33447

SUBJECT: STEPHEN J. SPROHA D.P.M., P.A.
Ref. Number: W00000020687

We have received your document for STEPHEN J. SPROHA D.P.M., P.A. and your check(s) totaling \$70.00. However, the enclosed document has not been filed and is being returned for the following correction(s):

The specific nature of business of the professional association must be stated in the document.

Please return the original and one copy of your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 487-6928.

Tim Burch
Document Specialist

Letter Number: 600A00045102

ARTICLES OF INCORPORATION

STEPHEN J. SPROHA D.P.M., P.A.

FILED

00 AUG 28 AM 9:17

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The undersigned subscribers to these Articles of Incorporation, a natural person competent to contract, hereby forms a corporation under the laws of the State of Florida

ARTICLE I. NAME OF CORPORATION

The name of this corporation is STEPHEN J. SPROHA D.P.M., P.A.

ARTICLE II. NATURE OF BUSINESS

This corporation may engage in any and all activity which is associated with a Doctor of Podiatry and all activities permitted under the laws of the United States and the State of Florida.

ARTICLE III. CAPITAL STOCK

The maximum number of shares of stock that this corporation is authorized to have outstanding at any one time is ONE THOUSAND (1000) shares of common stock at a par value of ONE DOLLAR (\$1.00) per share.

ARTICLE IV. ADDRESS

The street address of the principal office of the corporation shall be 22 S.E. 6th Street, Boca Raton, Florida, 33432 and the name of the initial registered agent of the corporation shall be Stephen J. Sproha, 22 S.E. 6th Street, Boca Raton, Florida, 33432

ARTICLE V. TERM OF EXISTENCE

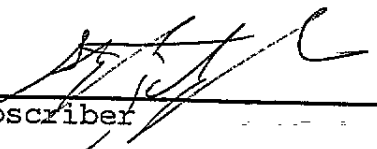
This corporation is to exist perpetually.

ARTICLE VI. DIRECTORS/INCORPORATORS

This corporation shall have One (1) director initially. The number of directors may be either increased or decreased from time to time as provided in the by-laws of the Corporation. The name and street address of the initial member of the Board of Directors and Incorporators is:

<u>Name</u>	<u>Address</u>
Stephen J. Sproha	22 S.E. 6th Street Boca Raton, Fl. 33432

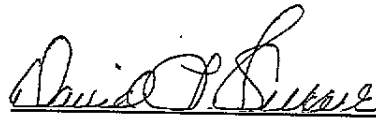
IN WITNESS WHEREOF, the undersigned has hereunto set there hand and seal on this 31st day of July, 2000. This corporation shall be effective on filing of these Articles of Incorporation with the Secretary of State.



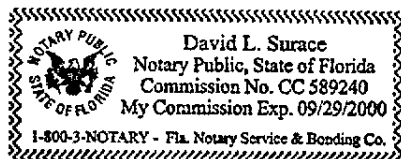
Subscriber

STATE OF FLORIDA
COUNTY OF PALM BEACH

The foregoing instrument was acknowledged before me this 31st day of July, 2000.



Notary Public
My commission expires:



FILED

00 AUG 28 AM 9:17

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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CERTIFICATE DESIGNATING PLACE OF BUSINESS OR DOMICILE FOR THE
SERVICE OF PROCESS WITHIN THIS STATE NAMING AGENT UPON WHOM
PROCESS MAY BE SERVED

In pursuance of Chapter 48.091, Florida Statutes, the following is
submitted in compliance with said Act:

STEPHEN J. SPROHA D.P.M., P.A.

desiring to organize under the laws of the State of Florida with its
principal office, as indicated in the Articles of Incorporation, in the
County of Palm Beach, state of Florida, has named Stephen J. Sproha
located at 22 S.E. 6th Street, Boca Raton, Florida, 33432
as it's agent to accept service of process within this State.

ACKNOWLEDGEMENT

Having been named to accept service of process for the above
stated corporation at the place designated in this Certificate, I
hereby accept to act in this capacity and agree to comply with the
provisions of said Act relative to keeping open said office.



Stephen J. Sproha