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LAW OFFICES OF  
MAYER, KENNEDY & RANDOLPH

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00 SEP -5 AM 9:26  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

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August 31, 2000

VIA FEDERAL EXPRESS

Secretary of State  
Division of Corporations  
409 East Gaines Street (32301)  
Post Office Box 6327  
Tallahassee, FL 32314

600003382676--3  
-09/06/00--01017--018  
\*\*\*312.50 \*\*\*\*\*78.75

Re: Jean Foucauld, M.D., P.A.; Chandra Venugopal, M.D., P.A.; and Cardiology  
Partners, LLC

Dear Sir or Madam:

Enclosed are two (2) originals of Articles of Incorporation and Registered Agent forms for Jean Foucauld, M.D., P.A. and Chandra Venugopal, M.D., P.A. and two (2) originals of Articles of Organization for Florida Limited Liability Company for Cardiology Partners, LLC.

Please file one (1) original of each document and return one (1) certified copy of each document to our office using the provided self-addressed, stamped envelope. Also enclosed please find check #5493 in the amount of \$312.50 for the following:

1. Receiving, filing and indexing of Articles of Incorporation; certified copy of Articles of Incorporation; and registered Agent Fee for Jean Foucauld, M.D., P.A.

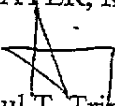
\$ 78.75

- |       |  |                 |
|-------|--|-----------------|
| 2.    | Receiving, filing and indexing of Articles of Incorporation; certified copy of Articles of Incorporation; and registered Agent Fee for Chandra Venugopal, M.D., P.A. | \$ 78.75        |
| 3.    | Filing fee, designation of agent, and certified copy for Cardiology Partners, LLC  | <u>\$155.00</u> |
| TOTAL |  | \$312.50        |

Please do not hesitate to contact me if you should have any questions.

Sincerely,

MAYER, KENNEDY & RANDOLPH

  
Paul T. Trinley

PTT/tas  
Enc.

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**ARTICLES OF INCORPORATION  
OF  
CHANDRA VENUGOPAL, M.D., P.A.**

**FILED**  
00 SEP -5 AM 9:26  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

The undersigned, for the purpose of forming a corporation under the Florida Business Corporation Act, Florida Statutes §607.0101, et seq., hereby adopts the following Articles of Incorporation:

**ARTICLE ONE**

1.01 The name of this corporation is **CHANDRA VENUGOPAL, M.D., P.A.**

**ARTICLE TWO**

2.01 The corporation is to have perpetual existence.

**ARTICLE THREE**

3.01 The corporation is organized for the purpose of transacting any and all lawful business for which corporations may be incorporated under the Florida Business Corporation Act. The corporation shall have all powers permitted to a corporation under the Florida Business Corporation Act as enumerated in Florida Statute §607.0302 and §607.0303.

**ARTICLE FOUR**

4.01 The aggregate number of shares which the corporation shall have the authority to issue is 1,000, all of which shall be common shares with a par value of \$1.00 per share.

**ARTICLE FIVE**

5.01 The street address of the initial registered office of the corporation is 12953 Palms West Drive, Suite 102, Loxahatchee, FL 33470 and the name of the initial Registered Agent at that address is Chandra Venugopal, M.D.

**ARTICLE SIX**

6.01 The name and address of the incorporator of this corporation is:

Name

Address

Chandra Venugopal, M.D.

12953 Palms West Drive, Suite 102  
Loxahatchee, FL 33470

ARTICLE SEVEN

7.01 One (1) director 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 names and addresses of the members of the first Board of Directors are:

Name

Address

Chandra Venugopal, M.D.

12953 Palms West Drive, Suite 102  
Loxahatchee, FL 33470

ARTICLE EIGHT

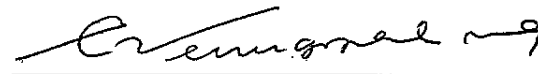
8.01 Nothing in these Articles of Incorporation shall be taken to limit the power of this corporation.

ARTICLE NINE

9.01 The effective date of this corporation shall be the date these Articles of Incorporation are filed with the Florida Secretary of State.

IN WITNESS WHEREOF, the undersigned has made and subscribed these Articles of Incorporation this 25<sup>th</sup> day of August, 2000.

By:



Chandra Venugopal, M.D.,  
Incorporator

**CERTIFICATE DESIGNATING PLACE OF BUSINESS OR DOMICILE  
FOR THE SERVICE OF PROCESS WITHIN FLORIDA,  
NAMING AGENT UPON WHOM PROCESS MAY BE SERVED**

**FILED**  
00 SEP -5 AM 9:27  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

In compliance with Section 48.091, Florida Statutes, the following is submitted:

First, that CHANDRA VENUGOPAL, M.D., P.A., desiring to organize or qualify under the laws of the State of Florida, with its principal place of business at 12953 Palms West Drive, Suite 102, Loxahatchee, FL 33470

Second, named Chandra Venugopal, M.D., located at 12953 Palms West Drive, Suite 102, Loxahatchee, FL 33470, as its Agent to accept service of process within Florida.



Chandra Venugopal, M.D.,  
Incorporator

Date: August 25, 2000

Having been named to accept service of process for the above stated corporation, at the place designated in this Certificate, I hereby agree to act in this capacity and I further agree to comply with provisions of all Statutes relative to the proper and complete performance of my duties.



Chandra Venugopal, M.D., Registered Agent

Date: August 25, 2000