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STEVEN R. BALLINGER, P.A.

LAW OFFICES

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Steven R. Ballinger, Esquire

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September 26, 2000

SECRETARY OF STATE
DIVISION OF CORPORATIONS
PO BOX 6327
TALLAHASSEE, FL 32314

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-09/29/00-01008--001
*****78.75 *****78.75

Re: **BARR MEDICAL CENTER, INC.**

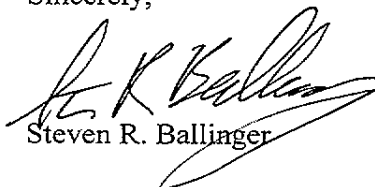
Dear Sir or Madam:

Enclosed is an original and one copy of the Articles of Incorporation and a Designation and Acceptance of Registered Agent for a Florida Corporation. A check for \$78.75 is enclosed for the filing fee and a Certificate of Standing from your office.

Please return the original of such Articles, as well as the Certificate of Standing, upon filing, in the enclosed Federal Express Package (pre-addressed air bill included on this office's account).

Your assistance is appreciated.

Sincerely,


Steven R. Ballinger

FILED
00 SEP 28 AM 7:38
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Enclosures

SRB:vl

T. Burch OCT 2000

**ARTICLES OF INCORPORATION
OF**

FILED
00 SEP 28 AM 7:38
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

BARR MEDICAL CENTER, INC.

The undersigned incorporator hereby forms a corporation under Chapter 607 of the laws of the State of Florida.

ARTICLE I. CORPORATE NAME

The Name of the corporation shall be:

BARR MEDICAL CENTER, INC.

The address of the principal office of this corporation shall be 2350 West Oakland Park Boulevard, Suite 900, Fort Lauderdale, Florida 33311 and the mailing address of the corporation shall be the same.

ARTICLE II. NATURE OF BUSINESS

This corporation may engage or transact in any or all lawful activities or business permitted under the laws of the United States, State of Florida or any other state, country, territory or nation.

ARTICLE III. CAPITAL STOCK

The maximum number of shares of stock that this corporation is authorized to have outstanding at any one time is 100 shares of common stock having \$1.00 par value per share.

ARTICLE IV. REGISTERED AGENT

The street address of the initial registered office of the corporation shall be

888 S. Andrews Avenue, Suite 205, Fort Lauderdale, Florida 33316,

and the name of the initial registered agent of the corporation at that address is

Steven R. Ballinger, Esq.

ARTICLE V. OFFICERS AND DIRECTORS

This Corporation shall have the following officers and directors who shall hold office for the first year of the corporation, or until successors are elected or appointed:

Ervin Barr, D.O. - President

Sonnie Barr - Vice President/Secretary/Treasurer

ARTICLE VI. TERM OF EXISTENCE

The existence of this corporation shall be perpetual.

ARTICLE VI. INCORPORATOR

The name and street address of the incorporator to these articles of

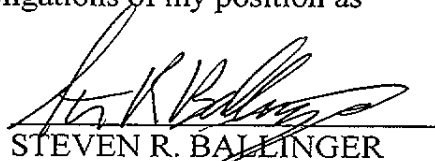
incorporation:

STEVEN R. BALLINGER, P.A.
888 S. Andrews Avenue, Suite 205
Fort Lauderdale, Florida 33316

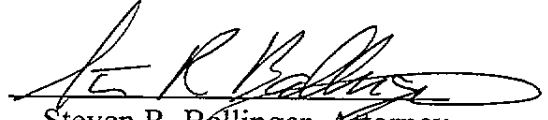
ACCEPTANCE

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 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.

Dated: September 26, 2000


STEVEN R. BALLINGER

IN WITNESS WHEREOF, the undersigned incorporator has executed these
Articles on September 26, 2000.


Steven R. Ballinger, Attorney