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October 2, 2000

Secretary of State
Corporate Division
The Capitol
Tallahassee, FL 32304

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Re: Raul Rodriguez-Torres, M.D., P.A.

Gentlemen:

I am enclosing herewith an original and a copy of Articles of Incorporation for the above-named corporation. A check in the sum of \$122.50 is enclosed, which represents the following fees:

Filing fee	\$ 35.00
Certified copy	52.50
Registered agent fee	35.00
<u>TOTAL</u>	<u>\$122.50</u>

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

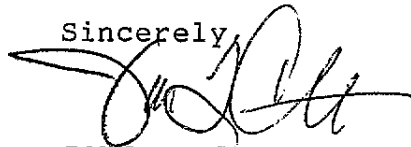
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Please file the original Articles of Incorporation and return a certified copy to the undersigned.

Your prompt attention to this matter would be appreciated.

Sincerely



JOHN T. CHANDLER

JTC/jw

Enclosures

F. CHESSEY OCT 6 2000

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLES OF INCORPORATION

OF

RAUL RODRIGUEZ-TORRES, M.D., P.A.

BY THESE ARTICLES OF INCORPORATION the incorporator forms a professional service corporation for profit under Florida law.

1. NAME. The name of the corporation is RAUL RODRIGUEZ-TORRES, M.D., P.A.

2. TERM. The corporation shall exist perpetually. Corporate existence shall begin when these articles are filed with the Department of State.

3. PURPOSE. The purpose of this professional service corporation is to render professional medical services to the public by duly licensed doctors of medicine.

4. CAPITAL STOCK. This corporation is authorized to issue 100 shares of common stock of a par value of \$1.00 per share. The board of directors may dispose of the authorized but unissued stock from time to time, but every shareholder may purchase his prorata share, as near as can be done without the issuance of fractional shares, on the sale for cash of any previously unissued or new stock of this corporation at the same price at which it is offered to others. The shareholders of this corporation are limited to professional corporations, professional limited liability companies, or individuals who themselves are duly licensed or otherwise legally authorized to render the same professional service as the corporation.

5. REGISTERED AGENT. The initial registered agent for this corporation is Raul Rodriguez-Torres, M.D., and the initial registered office is located at 2011 S. 25th Street, Ste. 105, Fort Pierce, FL 34947.

6. CORPORATE ADDRESS. The corporation's initial principal office is located at 2011 S. 25th Street, Ste. 105, Fort Pierce, FL 34947, and the mailing address is the same.

7. DIRECTORS. This corporation shall have one director initially. The number of directors shall be fixed by the bylaws.

8. INITIAL DIRECTORS. The name and address of the first board of directors, who shall hold office until the first annual meeting of stockholders, is Raul Rodriguez-Torres, M.D., 2011 S. 25th Street, Ste. 105, Fort Pierce, FL 34947.

9. INCORPORATOR. The name and address of the incorporator is Raul Rodriguez-Torres, M.D., 2011 S. 25th Street, Ste. 105, Fort Pierce, FL 34947.

10. AMENDMENT OF ARTICLES. This corporation reserves the right to amend or repeal any provisions contained in these Articles of Incorporation, or any amendments thereto, and any right conferred upon the shareholders is subject to this reservation.

Dated this 29 day of September, 2000.

RAUL RODRIGUEZ-TORRES, M.D.
RAUL RODRIGUEZ-TORRES, M.D.

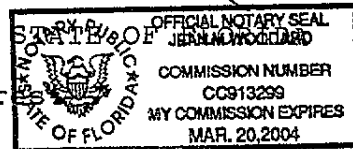
STATE OF FLORIDA
COUNTY OF ST. LUCIE

I HEREBY CERTIFY that on this day, before me, an officer duly authorized in the State and County aforesaid to take acknowledgments, personally appeared RAUL RODRIGUEZ-TORRES, M.D., who is personally known to me or who was identified by Florida Driver License, who executed the foregoing instrument and who acknowledged before me that he executed the same.

WITNESSETH my hand and official seal in the County and State last aforesaid this 29 day of September, 2000.

Jean M. Woodard

NOTARY PUBLIC -
Commission No.
Commission Expires



CONSENT OF REGISTERED AGENT

Having been named as registered agent for this corporation at the office designated in the foregoing Articles of Incorporation, the undersigned accepts the designation.

RAUL RODRIGUEZ-TORRES, M.D.
RAUL RODRIGUEZ-TORRES, M.D.

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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