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ACCOUNT NO. : 072100000032
REFERENCE : 893088 4327828
AUTHORIZATION :
COST LIMIT : \$ 87.50

Patricia Pizit

ORDER DATE : November 9, 2000
ORDER TIME : 11:50 AM
ORDER NO. : 893088-005
CUSTOMER NO: 4327828

CUSTOMER: Louis L. Hamby, Iii, Esq
Alley Maass Rogers & Lindsay,
P.a.
321 Royal Poinciana Pl., South
Palm Beach, FL 33480-0431

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DOMESTIC FILING

NAME: MARION MEDICAL EQUITY
INVESTORS CORPORATION

EFFECTIVE DATE:

- XX ARTICLES OF INCORPORATION
- CERTIFICATE OF LIMITED PARTNERSHIP
- ARTICLES OF ORGANIZATION

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

- XX CERTIFIED COPY
- PLAIN STAMPED COPY
- XX CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Janna Wilson - EXT. 1155

EXAMINER'S INITIALS:

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
00 NOV -9 PM 3:43

JW
11/9/00

RECEIVED
DEPARTMENT OF STATE
DIVISION OF CORPORATIONS
NOV 9 2000
TO AGENCY
SUFFICIENT

EFFECTIVE DATE

11/8/00

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS

ARTICLES OF INCORPORATION
OF
MARION MEDICAL EQUITY INVESTORS CORPORATION

00 NOV -9 PM 3:43

Article I - Name

The name of this corporation is MARION MEDICAL EQUITY INVESTORS CORPORATION.

Article II - Duration

This corporation shall have perpetual duration commencing on the date of execution and acknowledgment of these Articles.

Article III - Purpose

This corporation is organized for the purpose of transacting any or all lawful business.

Article IV - Capital Stock

This corporation is authorized to issue 1,000 shares of common stock, with NO par value.

Article V - Principal Office; Mailing Address

The street address of the principal office and mailing address of the corporation is 3399 PGA Boulevard, Suite 240, Palm Beach Gardens, FL 33410.

Article VI - Initial Registered Office and Agent

The street address of the initial registered office of this corporation is 321 Royal Poinciana Plaza, Palm Beach, Florida 33480, and the name of the initial registered agent of this corporation at that address is Louis L. Hamby III.

Article VII - Incorporator

The name and address of the person signing these Articles is:

Louis L. Hamby III
 321 Royal Poinciana Plaza
 Palm Beach, FL 33480

Article VIII - Indemnification

The corporation shall indemnify the incorporator and any officer or director, or any former officer or director, to the full extent permitted by law.

IN WITNESS WHEREOF, the undersigned subscriber has executed these Articles of Incorporation this 8th day of November, 2000.

Louis L. Hamby III
 Louis L. Hamby III

STATE OF FLORIDA)
) SS:
 COUNTY OF PALM BEACH)

The foregoing instrument was acknowledged before me this 8th day of November, 2000, by Louis L. Hamby III, Incorporator.

Cynthia L. Rush
 Notary Public, State of Florida
CYNTHIA L. RUSH
 Printed Name of Notary Public
 Commission #: _____



Cynthia L. Rush
 MY COMMISSION # CC889665 EXPIRES
 February 17, 2004
 BONDED THROUGH TROY FAIN INSURANCE, INC.

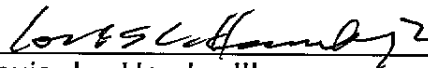
Personally Known or Produced Identification _____
 Type of Identification Produced _____

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS

Acceptance of Designation

00 NOV -9 PM 3:43

The undersigned, Louis L. Hamby III, hereby accepts the designation of himself as registered agent for this corporation and agrees to serve in compliance with all applicable Florida Statutes.



Louis L. Hamby III