

CAPITAL CONNECTION, INC.

417 E. Virginia Street, Suite 1 • Tallahassee, Florida 32301
(850) 224-8877 • 1-800-342-8062 • Fax (850) 222-1222

*Advanced Cardiology and
Lipid Specialists, P.A.*

800003492098--5
-12/08/00--01080--017
*****78.75 *****78.75

<input checked="" type="checkbox"/>	Art of Inc. File <i>Cert</i>	FILED 00 DEC -8 PM 1:09 SECRETARY OF STATE TALLAHASSEE, FLORIDA
<input type="checkbox"/>	LTD Partnership File	
<input type="checkbox"/>	Foreign Corp. File	
<input type="checkbox"/>	L.C. File	
<input type="checkbox"/>	Fictitious Name File	
<input type="checkbox"/>	Trade/Service Mark	
<input type="checkbox"/>	Merger File	
<input type="checkbox"/>	Art. of Amend. File	RECEIVED 00 DEC -8 AM 11:55 DIVISION OF STATE CORPORATIONS TALLAHASSEE, FLORIDA
<input type="checkbox"/>	RA Resignation	
<input type="checkbox"/>	Dissolution / Withdrawal	
<input type="checkbox"/>	Annual Report / Reinstatement	
<input checked="" type="checkbox"/>	Cert. Copy	
<input type="checkbox"/>	Photo Copy	
<input type="checkbox"/>	Certificate of Good Standing	
<input type="checkbox"/>	Certificate of Status	
<input type="checkbox"/>	Certificate of Fictitious Name	
<input type="checkbox"/>	Corp Record Search	
<input type="checkbox"/>	Officer Search	
<input type="checkbox"/>	Fictitious Search	
<input type="checkbox"/>	Fictitious Owner Search	
<input type="checkbox"/>	Vehicle Search	
<input type="checkbox"/>	Driving Record	
<input type="checkbox"/>	UCC 1 or 3 File	
<input type="checkbox"/>	UCC 11 Search	
<input type="checkbox"/>	UCC 11 Retrieval	
<input type="checkbox"/>	Courier	

Signature _____

Requested by: *LM* *12/8* *10:59*

Name _____ Date _____ Time _____

Walk-In _____ Will Pick Up _____

**ARTICLES OF INCORPORATION
OF ADVANCED CARDIOLOGY AND LIPID SPECIALISTS, P.A.**

The undersigned subscriber to these Articles of Incorporation, a natural person competent to contract and legally authorized to practice the profession of medicine in the State of Florida, hereby proceeds to form a professional corporation in accordance with the Florida Professional Service Corporation and Limited Liability Corporation Act, and hereby adopts the following Articles of Incorporation for such corporation:

ARTICLE I. NAME

The name of this Corporation is **ADVANCED CARDIOLOGY AND LIPID SPECIALISTS, P.A.**

FILED
00 DEC -8 PM 1:09
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLE II. PURPOSE AND NATURE OF BUSINESS

The purpose of this Corporation and the nature of its business are as follows:

1. To engage in the practice of medicine and more especially the practice of cardiology and to render such services as may be ancillary to the foregoing. This professional corporation shall exist and function in compliance with the "Florida Professional Service Corporation and Limited Liability Company Act" (F.S.A. Chapter 621) and in order to properly prosecute the objects and purposes above set forth, the Corporation shall have full power and authority to purchase, lease and otherwise acquire, hold, mortgage, convey and otherwise dispose of all kinds of property, both real and personal, necessary for the rendering of the service of the practice of medicine.

2. The services of this Corporation which consist of the practice of medicine shall be carried out only through officers, employees and agents who are licensed or otherwise legally authorized to render such services within the State of Florida.

3. To do everything necessary, proper or convenient for the accomplishment of any of the purposes herein set forth, and to do every other act incidental thereto which is not forbidden by the laws of the State of Florida, or by the provisions of these Articles of Incorporation.

ARTICLE III. CAPITAL STOCK

The maximum number of shares of stock that the Corporation is authorized to have outstanding at any one time is 1,000 shares having a par value of \$1.00 per share. Such shares shall be of a single class of common stock. None of the shares of the Corporation may be issued to anyone other than an individual who is duly licensed to practice medicine in the State of Florida.

ARTICLE IV. DURATION

The Corporation shall have perpetual existence.

ARTICLE V. ADDRESS AND AGENT

The street address of the principal and initial registered office of the Corporation is 60 Second Street S. E., Winter Haven, Florida, 33880 and the name of its initial registered

agent is **BARRY W. BENNETT**. The Board of Directors may from time to time move the office to any other address in the State of Florida and change the registered agent.

ARTICLE VI. DIRECTORS

The Corporation shall be managed by a Board of Directors of at least one (1) Director. No person shall serve as a Director of the Corporation unless the person is duly licensed to practice medicine in the State of Florida. The Directors shall be elected by the shareholders of the Corporation. The name and street address of the person who is to serve as the sole member of the initial Board of Directors is as follows:

MEI-YU CHUANG
350 First Street North
Winter Haven, Florida 33881

ARTICLE VII. SUBSCRIBER

The name and address of the sole subscriber who is the incorporator of this Corporation and who is duly licensed in the State of Florida to practice medicine is as follows:

MEI-YU CHUANG
350 First Street North
Winter Haven, Florida 33881

ARTICLE VIII. RESTRAINT ON ALIENATION

No shareholder may sell or transfer his shares in the Corporation except to another individual who is eligible to be a shareholder of the Corporation under Florida law.

ARTICLE IX. DISQUALIFICATION

If any officer, shareholder, agent or employee of the Corporation who has been rendering professional service to the public for the Corporation becomes legally disqualified to render such professional services within Florida or accepts employment that places restrictions or limitations upon his or her continued rendering of such professional services, then the Corporation shall require him or her to comply with the Florida Professional Service Corporation and Limited Liability Company Act by severing all employment with and financial interests in the Corporation.

ARTICLE X. AMENDMENT

These Articles of Incorporation may be amended in the manner provided by law.

IN WITNESS WHEREOF, the undersigned subscriber has executed these Articles of Incorporation this the 6th day of December, 2000.

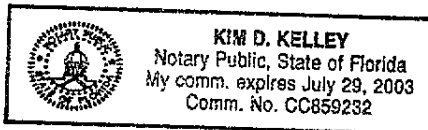


MEI-YU CHUANG

STATE OF FLORIDA
COUNTY OF POLK

I **HEREBY CERTIFY** that on this day, before me a Notary Public duly authorized in the state and county named above to take acknowledgments, personally appeared **MEI-YU CHUANG**, who is personally known to me or who has produced _____ as identification, known to me to be the incorporator of **ADVANCED CARDIOLOGY AND LIPID SPECIALISTS, P.A.**, and who executed the foregoing Articles of Incorporation and who acknowledged before me that he subscribed to these Articles of Incorporation.

WITNESS my hand and official seal in the county and state named above, this 6th day of December, 2000.



Kim D. Kelley
Notary Public - State of Florida
My Commission Expires: 7/29/03
My Commission No. CC859232

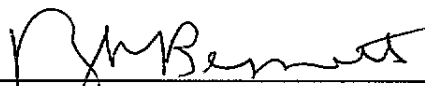
CERTIFICATE DESIGNATING PLACE OF BUSINESS
OR DOMICILE FOR THE SERVICE OF PROCESS WITHIN THIS STATE,
NAMING AGENT UPON WHOM PROCESS MAY BE SERVED

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

First -- that **ADVANCED CARDIOLOGY AND LIPID SPECIALISTS, P.A.**, desiring to organize under the laws of the State of Florida, has named **BARRY W. BENNETT**, of 60 Second Street, Winter Haven, Florida 33880, as its agent to accept service of process within this state.

ACKNOWLEDGMENT

Having been named to accept service of process for the above stated corporation, at 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.



BARRY W. BENNETT
Registered Agent

FILED
00 DEC -8 PM 1:09
SECRETARY OF STATE
TALLAHASSEE, FLORIDA