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Document Number Only

CT Corporation System
660 East Jefferson Street
Tallahassee, FL 32301
850-222-1092

FILED
00 DEC 29 AM 8:06
SECRETARY OF STATE
TALLAHASSEE, FLORIDA
DATE: 12/29

Corporation(s) Name

EFFECTIVE DATE

12-27-00

SFBC/Lee Coast Acquisition Corp.

☒ Profit Articles ☐ Amendment ☐ Merger
☒ Nonprofit

☐ Foreign ☐ Dissolution ☐ Mark
☐ LLC ☐ Withdrawal 500003517325--6
-01/02/01--01002--001
*****78.75 *****78.75

☐ Limited Partnership ☐ UBR ☐ Other
☐ Reinstatement ☐ Fictitious Name ☐ Ch. RA
☐ UCC ☐ 1 or ☐ 3

***Special Instructions**

☒ Certified Copy ☐ Photocopies ☐ CUS
☐ parts/amends/mergers ☐ Other-See Above

(XXX) Walk in (XXX) Pick-up () Will Wait

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Carol Clark

Thank You!

**ARTICLES OF INCORPORATION
OF
SFBC/LEE COAST ACQUISITION CORP.**

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TALLAHASSEE, FLORIDA

Article I - Name

The name of this corporation is SFBC/LeeCoast Acquisition Corp.

Article II - Principal Address

11190 Biscayne Blvd.
North Miami, FL 33181

EFFECTIVE DATE

12-27-00

Article III - Commencement

This corporation shall commence on the date of execution and acknowledgement of these Articles.

Article IV - Purpose

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

Article V - Capital Stock

This corporation is authorized to issue 1,000 shares of common stock, par value \$0.001 per share.

Article VI - Initial Registered Office and Agent

The street address of the initial registered office of this corporation is 1645 Palm Beach Lakes Boulevard, Suite 550, West Palm Beach, Florida 33401 and the name and address of the initial registered agent is Michael D. Harris, 1645 Palm Beach Lakes Boulevard, Suite 550, West Palm Beach, Florida 33401.

Article VII - Initial Board of Directors

This corporation shall have two directors initially. The names and addresses of the initial directors are:

Name

Address

Lisa Krinsky, M.D.

11190 Biscayne Boulevard
North Miami, FL 33181

Arnold Hantman

11190 Biscayne Boulevard
North Miami, FL 33181

The number of directors may be either increased or diminished from time to time as provided in the bylaws.

Article VIII - Incorporator

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

Michael D. Harris
1645 Palm Beach Lakes Boulevard, Suite 550
West Palm Beach, Florida 33401

Article IX - Bylaws

The power to adopt, alter, amend or repeal bylaws shall be vested in the board of directors.

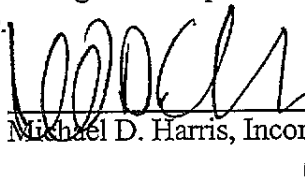
Article X - Indemnification

Subject to the qualifications contained in Section 607.0850, Florida Statutes, the corporation shall indemnify its officers and directors and former officers and directors against expenses (including attorneys fees), judgments, fines and amounts paid in settlement arising out of his or her services as an officer or director of the corporation. Notwithstanding the indemnification provided for by this Article X, the Company's bylaws, or any written agreement, such indemnity shall not include any expenses, liabilities or losses incurred by such Indemnatee(s) relating to or arising from any proceeding in which the Company asserts a direct claim (as opposed to a shareholders' derivative action) against the Indemnatee(s), whether such claim by the Company is termed a complaint, counterclaim, crossclaim, third-party complaint or otherwise.

Article XI - Amendment

The corporation reserves the right to amend or repeal any provisions contained in these Articles of Incorporation, or any amendment hereto, and any right conferred upon the shareholders is subject to this reservation.

IN WITNESS WHEREOF, the undersigned incorporator has executed these articles of incorporation this 27th day of December, 2000.




Michael D. Harris, Incorporator

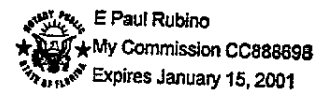
STATE OF FLORIDA)
) SS.:
COUNTY OF PALM BEACH)

BEFORE ME, a notary public authorized to take acknowledgments in the state and county set forth above, personally appeared Michael D. Harris, known to me and known by me to be the person who executed the foregoing articles of incorporation, and he acknowledged before me that he executed those articles of incorporation.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed my official seal this 27th day of December, 2000.



Notary Public
My commission expires:



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

IN COMPLIANCE WITH SECTION 48.091, FLORIDA STATUTES, THE
FOLLOWING IS SUBMITTED:

FIRST--THAT SFBC/LeeCoast Acquisition Corp.
(NAME OF CORPORATION)

DESIRING TO ORGANIZE OR QUALIFY UNDER THE LAWS OF THE STATE OF

FLORIDA, WITH ITS PRINCIPAL PLACE OF BUSINESS AT THE CITY OF

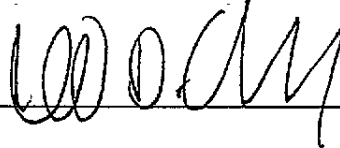
WEST PALM BEACH, STATE OF FLORIDA, HAS NAMED Michael D. Harris

LOCATED AT 1645 Palm Beach Lakes Boulevard, Suite 550,

CITY OF West Palm Beach,

STATE OF FLORIDA, AS ITS AGENT TO ACCEPT SERVICE OF PROCESS WITHIN
FLORIDA.

SIGNATURE: _____

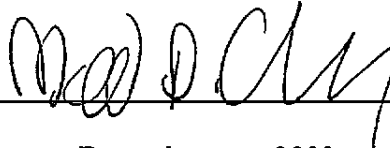


TITLE: Incorporator

DATE: December 27, 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 THE PROVISIONS OF ALL STATUTES RELATIVE TO THE PROPER AND
COMPLETE PERFORMANCE OF MY DUTIES.

SIGNATURE: _____



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