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From: Nery C. Toledo, Legal Assistant  
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Account Number : 075471001363  
Phone : (305)374-5600  
Fax Number : (305)374-5095

DEAR FILING CLERK: PLEASE FILE THE ATTACHED DOCUMENT WITH AN EFFECTIVE DATE OF TODAY, FEBRUARY 22, 2001. THANK YOU. NERY C. TOLEDO, LEGAL ASSISTANT

FLORIDA PROFIT CORPORATION OR P.A.

ARTURO E. MARCHAND, JR., M.D., P.A.

Certificate of Status	0
Certified Copy	1
Page Count	03
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**ARTICLES OF INCORPORATION  
OF  
ARTURO E. MARCHAND, JR., M.D., P.A.**

The undersigned incorporator, for the purpose of forming a corporation under the Florida Professional Service Corporation and Limited Liability Company Act, adopts the following Articles of Incorporation:

**ARTICLE I  
NAME**

The name of the corporation is ARTURO E. MARCHAND, JR., M.D., P.A. (hereinafter called the "Corporation").

**ARTICLE II  
PURPOSE**

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

1. To engage in the practice of medicine and to provide services incident thereto.
2. To do everything necessary, proper or convenient for the accomplishment of such purpose, and to do every other act incident thereto which is lawfully permitted.

**ARTICLE III  
PRINCIPAL OFFICE AND MAILING ADDRESS**

The principal office and mailing address of the Corporation is:

761 Verona Lake Drive  
Weston, Florida 33326

**ARTICLE IV  
CAPITAL STOCK**

The number of shares of stock that the Corporation is authorized to issue is One Thousand (1,000) shares, \$0.01 par value per share, of common stock. Each issued and outstanding share of common stock shall be entitled to one vote on each matter submitted to a vote at a meeting of the shareholders.

**ARTICLE V  
INITIAL REGISTERED OFFICE AND AGENT**

The street address of the Corporation's initial registered office is: One S.E. 3rd Avenue, 28th Floor, Miami, Florida 33131. The name of the Corporation's initial registered agent at that office is: American Information Services, Inc.

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**ARTICLE VI  
INITIAL DIRECTOR**

The name and street address of the individual to serve as the initial director of the Corporation is:

Arturo E. Marchand, Jr., M.D.  
761 Verona Lake Drive  
Weston, Florida 33326

**ARTICLE VII  
INCORPORATOR**

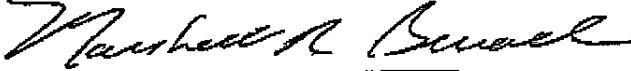
The name and street address of the incorporator of the Corporation is:

Marshall R. Burack, Esq.  
One S.E. 3rd Avenue, 28th Floor  
Miami, Florida 33131

**ARTICLE VIII  
INDEMNIFICATION**

The Corporation shall indemnify any present or former officer or director, or person exercising powers and duties of an officer or a director, to the full extent now or hereafter permitted by law.

IN WITNESS WHEREOF, the undersigned has executed these Articles of Incorporation this 22 day of February, 2001.

  
\_\_\_\_\_  
Marshall R. Burack, Incorporator

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**CERTIFICATE OF ACCEPTANCE BY  
REGISTERED AGENT**

Pursuant to the provisions of Section 607.0501 of the Florida Business Corporation Act, the undersigned submits the following statement in accepting the designation as registered agent and registered office of ARTURO E. MARCHAND, JR., M.D., P.A., a Florida corporation (the "Corporation"), in the Corporation's articles of incorporation:

Having been named as registered agent and to accept service of process for the Corporation at the registered office designated in the Corporation's articles of incorporation, the undersigned accepts the appointment as registered agent and agrees to act in this capacity. The undersigned further agrees to comply with the provisions of all statutes relating to the proper and complete performance of its duties, and the undersigned is familiar with and accepts the obligations of its position as registered agent.

IN WITNESS WHEREOF, the undersigned has executed this Certificate this 22 day of February, 2001.

American Information Services, Inc.

By: *Nery G. Toledo, Asst. Sec.*  
Nery G. Toledo, Assistant Secretary

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