

PO1000042200



THE UNITED STATES
CORPORATION
COMPANY

ACCOUNT NO. : 072100000032

REFERENCE : 128455 122833A

AUTHORIZATION :

Patricia Pizote

COST LIMIT : \$ 87.50

ORDER DATE : April 25, 2001

ORDER TIME : 10:26 AM

ORDER NO. : 128455-005

CUSTOMER NO: 122833A

CUSTOMER: Ms. Ann Zugarramurdi
Pediatrix Medical Group

800004080758--0

1301 Concord Terrace

Sunrise, FL 33323-2825

RECEIVED
DEPARTMENT OF STATE
DIVISION OF CORPORATIONS

2001 APR 26 AM 11:27

NOT REJECTED
TO ACKNOWLEDGE
SUFFICIENCY OF FILING

DOMESTIC FILING

NAME: NACF ACQUISITION COMPANY, INC.

EFFECTIVE DATE:

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: Sandra Mathis - EXT. 1165

EXAMINER'S INITIALS: -

SECRETARY OF STATE
TALLAHASSEE FLORIDA

2001 APR 26 PM 12:31

FILED

g 4/26/01

ARTICLES OF INCORPORATION
OF
NACF ACQUISITION COMPANY, INC.

FILED
2001 APR 26 PM 12:31
SECRETARY OF STATE
TALLAHASSEE FLORIDA

The undersigned incorporator, for the purpose of forming a corporation under the Florida Business Corporation Act, hereby adopts the following Articles of Incorporation.

ARTICLE ONE
NAME

The name of the Corporation is **NACF ACQUISITION COMPANY, INC.**

ARTICLE TWO
PRINCIPAL PLACE OF BUSINESS & MAILING ADDRESS

The address of the principal place of business of the Corporation is 1301 Concord Terrace, Ft. Lauderdale, FL 33323-2825.

The mailing address of the Corporation is P.O. Box 559001, Ft. Lauderdale, FL 33355-9001.

ARTICLE THREE
CAPITAL STOCK

The number of shares of stock that the Corporation has authority to issue is one thousand (1,000) shares, all of which shall be common shares with a par value of One Cent (\$0.01) per share.

ARTICLE FOUR
REGISTERED OFFICE

The street address of the initial registered office of the Corporation is 1301 Concord Terrace, Ft. Lauderdale, FL 33323-2825, and the name of the initial registered agent at that address is Charlene Warren.

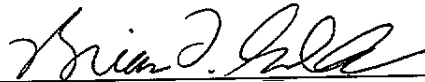
**ARTICLE FIVE
INCORPORATOR**

The name and street address of the incorporator is as follows:

Brian T. Gillon

1301 Concord Terrace
Ft. Lauderdale, FL 33323-2825

The undersigned has executed these Articles of Incorporation this the 25th day of April,
2001.



Brian T. Gillon, Incorporator

**CERTIFICATE OF DESIGNATION
OF REGISTERED AGENT/REGISTERED OFFICE**

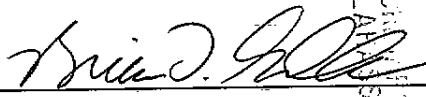
Pursuant to the provisions of Section 607.0501 of the Florida Business Corporation Act, the undersigned Corporation, organized under the laws of the State of Florida, submits the following statement in designating its registered office and registered agent, in the state of Florida.

1. The name of the Corporation is **NACF ACQUISITION COMPANY, INC.**
2. The name and address of the registered agent and office of the Corporation is:

Charlene Warren

1301 Concord Terrace
Ft. Lauderdale, FL 33323-2825

Date: April 25, 2001

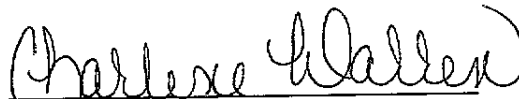


Brian T. Gillon
Incorporator

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SECRETARY OF STATE
TALLAHASSEE FLORIDA

HAVING BEEN NAMED AS REGISTERED AGENT AND TO ACCEPT SERVICE OF PROCESS FOR THE ABOVE STATED CORPORATION AT THE PLACE DESIGNATED IN THIS CERTIFICATE, I HEREBY ACCEPT THE APPOINTMENT AS REGISTERED AGENT AND AGREE TO ACT IN THIS CAPACITY. I FURTHER AGREE TO COMPLY WITH THE PROVISIONS OF ALL STATUTES RELATIVE TO THE PROPER AND COMPLETE PERFORMANCE OF MY DUTIES, AND I AM FAMILIAR WITH AND ACCEPT THE OBLIGATIONS OF MY POSITION AS REGISTERED AGENT.

Dated: April 25, 2001



Charlene Warren