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FLORIDA PROFIT CORPORATION OR P.A.

H. Marcelo Vassolo, M.D., P.A.

Certificate of Status	1
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ARTICLES OF INCORPORATION

EFFECTIVE DATE 7-1-01

OF

H. Marcelo Vassolo, M.D., P.A.

The undersigned, acting as incorporator of H. Marcelo Vassolo, M.D., P.A. under the Florida Business Corporation Act, adopts the following Articles of Incorporation.

ARTICLE I. Name

The name of the corporation is: H. Marcelo Vassolo, M.D., P.A.

ARTICLE II. Mailing Address

The mailing address of the corporation is:
1320 S Dixie Hwy, Suite 811
Coral Gables, Florida 33146

ARTICLE III. Commencement of Existence

The existence of the corporation will commence on the filing of these Articles of Incorporation or July 1, 2001 whichever occurs first.

PREPARED BY: ROBERT M. Mayer, Esq.
Fla. Bar #0455148
1320 S. Dixie Hwy, Suite 811
Coral Gables, Florida 33146
(305) 668-4433/(305) 668-7144

MiamiCounsel@msn.com

ARTICLE IV. Purpose

The corporation is organized to engage in any activity or business permitted under the laws of the United States and Florida, and specifically, the provision of medical services by licensed personnel and physicians to patients.

ARTICLE V. Authorized Shares

The maximum number of share that the corporation is authorized to have outstanding at any time is 1,000 shares of common stock having a par value of $1.00 per share.

ARTICLE VI. Initial Registered Office and Agent

The street address of the initial registered office of the corporation is 1320 S Dixie Hwy, Suite 811, Coral Gables, Florida 33146, and the name of the corporation's initial registered agent at that address is Robert M. Mayer.

ARTICLE VI. Initial Board of Directors

The corporation shall have one director initially. The number of directors may be either increased or diminished from time to time, as provided by the bylaws, but shall never be less than one. The name and street addresses of the initial director is:

Name	Address
H. Marcelo Vassolo, M.D.	9125 Abbott Avenue Surfside, Florida 33154

ARTICLE VIII. Incorporator

The name and street address of the incorporator is:

Name	Address
Robert M. Mayer	1320 S Dixie Hwy, Suite 811 Coral Gables, FL 33146

The incorporator of the corporation assigns to this corporation his rights under Section 607.0201, Florida Statutes, to constitute a corporation, and he assigns to those persons designated by the board of directors any rights he may have as incorporator to acquire any of the capital stock of this corporation, this assignment becoming effective on the date corporate existence begins.

ARTICLE IX. Bylaws

The power to adopt, alter, amend or repeal bylaws shall be vested in the board of directors and the shareholders, except that the board of directors may not amend or repeal any bylaw adopted by the shareholders if the shareholders specifically provide that the bylaw is not subject to amendment or repeal by the directors.

ARTICLE X. Amendments

The corporation reserves the right to amend, alter, change, or repeal any provision in the Articles of Incorporation in the manner prescribed by law, and all rights conferred on shareholders are subject to this reservation.

The undersigned incorporator, for the purpose of forming a corporation under the laws of the State of Florida, has executed these Articles of Incorporation this 27th day of June, 2001.

Robert M. Mayer, Incorporator

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

Pursuant to Chapter 48.091, Florida Statutes, the following is submitted:

That H. Marcelo Vassolo, M.D., P.A., desiring to organize under the laws of the State of Florida with its initial registered office, as indicated in the Articles of Incorporation, at 1320 S Dixie Hwy, Suite 811, Coral Gables, Florida 33146, has named Robert M. Mayer as its agent to accept service of process within this state.

ACKNOWLEDGMENT:

Having been named to accept service of process for H. Marcelo Vassolo, M.D., P.A. at the place designated in this certificate, I agree to act in that capacity and to comply with the provisions of the Florida Business Corporation Act, and state that I am familiar with, and accept, the obligations of that position.

Robert M. Mayer, Registered Agent

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