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July 18, 2001

Division of Corporations
Secretary of State
409 East Gaines Street
The Capitol
Tallahassee, FL 32304

100004493461--9
-07/24/01--01043--021
*****78.75 *****78.75

RE: McBath Medical Center, P.A.

Dear Sirs:

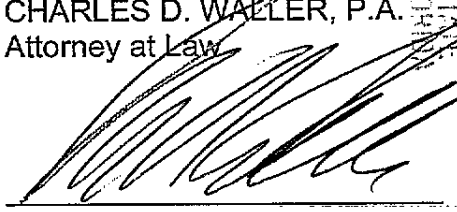
Enclosed is the signed original and one signed copy of the Articles of Incorporation for the above corporation. I have also enclosed a check in the amount of \$78.75 for the filing and certified copy fees.

Please process this at your earliest opportunity and return the certified copy of the Articles of Incorporation to this office.

Thank you for your assistance. If you have any questions, please do not hesitate to call me.

Very truly yours,

The Law Office of
CHARLES D. WALLER, P.A.
Attorney at Law



FILED
01 JUL 24 AM 9:39
SECRETARY OF STATE
TALLAHASSEE FLORIDA

CDW/caw
Enclosures

T. Burch JUL 26 2001

ARTICLES OF INCORPORATION
OF
MCBATH MEDICAL CENTER, P.A.

FILED
01 JUL 24 AM 9:39
SECRETARY OF STATE
TALLAHASSEE FLORIDA

The undersigned subscriber to these Articles of Incorporation, desiring to form a corporation under the laws of the state of Florida, does hereby accept all of the rights and privileges, benefits and obligations conferred and imposed by said laws, and does hereby adopt the following Articles of Incorporation as the Charter of the Corporation hereby organized.

ARTICLE I

NAME

The name of the Corporation shall be **MCBATH MEDICAL CENTER, P.A.**

ARTICLE II

DURATION

The duration of the Corporation is perpetual or until dissolved on a vote of the shareholders as hereafter provided.

ARTICLE III

PURPOSES AND POWERS

Section 1. This organization is organized for the following purposes:

- (a) To engage in the practice of medicine as a professional medical

corporation and to carry on services incident thereto. The practice of medicine is the sole and exclusive professional service to be rendered by this corporation.

(b) To own property, enter into contracts, and to carry on any business necessary or incidental to the accomplishment or furtherance of the purposes of objects of this corporation.

(c) The professional services of this corporation shall be carried out only through officers, employees, and agents, each of whom is duly authorized to practice medicine in the State of Florida.

ARTICLE IV

CAPITAL STOCK

The aggregate amount of shares which the corporation is authorized to issue is 1,000 shares of common stock. Such shares shall be of a single class and shall have a par value of \$1.00 per share.

ARTICLE V

INITIAL CORPORATE ADDRESS AND INITIAL REGISTERED OFFICE AND AGENT

The initial street address of the Corporation is 13925 17th Street, Dade City, FL 33525 and the mailing address of the Corporation is 13925 17th Street, Dade City, FL 33525. The street address of the initial registered office of this Corporation is 13925 17th Street, Dade City, Florida 33525, and the name of the initial Registered Agent of this Corporation is DANIEL P. McBATH, 13925 17th Street, Dade City, FL

33523.

ARTICLE VI

INITIAL BOARD OF DIRECTORS

This Corporation shall have one Director initially. The number of directors MAY be either increased or decreased from time to time by action in accordance with the provisions of the Bylaws, however, there shall never be less than one (1). The name and address of the initial Director of this Corporation is:

DANIEL P. MCBATH
13925 17TH Street
Dade City, FL 33525

ARTICLE VII

INCORPORATOR

The name and address of the Incorporator of this Corporation are:

DANIEL P. MCBATH
13925 17TH Street
Dade City, FL 33525

ARTICLE VIII

AMENDMENT

This Corporation reserves the right, in accordance with the Florida Business Corporation Act, to amend, alter, modify or repeal any provision or 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 above-named Incorporator has hereunto
subscribed his name, this 17th day of JULY, 2001.



DANIEL P. MCBATH

STATE OF FLORIDA
COUNTY OF PASCO

BEFORE ME, the undersigned officer, this day personally appeared
DANIEL P. MCBATH, to me well known and well known to me to be the person
described in and who subscribed his name to the foregoing Articles of Incorporation
and who acknowledged before me that he executed said Articles of Incorporation for
the uses and purposes therein expressed and who produced personally known
as proper identification.

17th WITNESS my hand and official seal at the County and State aforesaid this
day of JULY, 2001.

(SEAL)





Cynthia A. Waller
Notary Public
My commission expires:
February 27, 2002
BONDED THRU TROY FAIN INSURANCE, INC.

**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 SECTIONS 48.091 AND 607.325,
FLORIDA STATUTES, THE FOLLOWING IS SUBMITTED:

MCBATH MEDICAL CENTER, P.A., P.A., DESIRING TO ORGANIZE OR
QUALIFY UNDER THE LAWS OF THE STATE OF FLORIDA, WITH ITS PRINCIPAL
PLACE OF BUSINESS AT THE CITY OF DADE CITY, STATE OF FLORIDA, HAS
NAMED DANIEL P. MCBATH LOCATED AT 13925 17TH STREET, DADE CITY,

STATE OF FLORIDA, 33523 AS ITS AGENT TO ACCEPT SERVICE OF PROCESS
WITHIN FLORIDA.

SIGNATURE: 
DANIEL P. MCBATH

TITLE: Incorporator

DATE: JULY 17th, 2001

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. FURTHER, I
CERTIFY THAT I AM FAMILIAR WITH AND AGREE TO COMPLY WITH THE
PROVISIONS OF ALL STATUTES, INCLUDING THE DUTIES AND OBLIGATIONS
PROVIDED FOR IN SECTION 607.325, RELATIVE TO THE PROPER AND
COMPLETE PERFORMANCE OF MY DUTIES.

SIGNATURE OF
REGISTERED AGENT: 
DANIEL P. MCBATH

DATE: JULY 17th, 2001