Sent By: Gilligan, King, Gooding;

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Division of Corporations

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## Florida Department of State

Division of Corporations Public Access System Katherine Harris, Secretary of State

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To:

Division of Corporations

Fax Number : (850)205-0381

From:

Account Name : GILLIGAN, KING & GOODING, P.A.

Account Number : I20010000016

Phone : (352)867-7707

Fax Number : (352)867-0237

# FLORIDA PROFIT CORPORATION OR P.A.

Medero Medical Holdings, Inc.

Certificate of Status	0
Certified Copy	0
Page Count	01
Estimated Charge	\$70,00

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# ARTICLES OF INCORPORATION OF MEDERO MEDICAL HOLDINGS, INC.

#### ARTICLE I. - CORPORATE NAME

The name of this corporation is Medero Medical Holdings, Inc.

### ARTICLE II. - PURPOSE

The general nature of the business to be transacted by this Corporation is to engage in any and all business permitted under the laws of the State of Florida, including, without limitation, the ownership of interests in entities that conduct occupational medicine practices.

### ARTICLE III. - CAPITAL STOCK

The maximum number of shares that this Corporation is authorized to issue and have outstanding at any one time is 10,000 shares of common stock having a par value of \$1.00 per share.

#### ARTICLE IV. - DURATION

This Corporation shall have perpetual existence, commencing upon filing of these Articles.

### ARTICLE V. - REGISTERED AGENT AND INITIAL REGISTERED OFFICE.

The Registered Agent and the street address of the initial Registered Office of this Corporation in the State of Florida shall be:

Mario Medero, M.D. 1109 SW 10th Street Ocala, Florida 34474

The Board of Directors from time to time may move the Registered Office to any other address in the State of Florida.

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### ARTICLE VI. - CORPORATION PRINCIPAL OFFICE.

The Corporation's principal office and the street address of this Corporation shall be:

1109 SW 10th Street Ocala, Florida 34474

### ARTICLE VIL - BOARD OF DIRECTORS

This Corporation shall have one (1) director initially. The number of directors may be increased or diminished from time to time by Bylaws adopted by the stockholders, but shall never be less than one.

### ARTICLE VIII. - INITIAL DIRECTORS

The name of the initial directors of this Corporation and their street address are:

Mario Medero, M.D. 1109 SW 10th Street Ocala, Florida 34474

The persons named as initial directors shall hold office for the first year of existence of this Corporation or until their successors are elected or appointed and have qualified, whichever occurs first.

### ARTICLE IX. - INCORPORATOR

The name and street address of the person signing these Articles of Incorporation as the Incorporator is:

Mario Medero, M.D. 1109 SW 10th Street Ocala, Florida 34474

#### ARTICLE X. - AMENDMENT

These Articles of Incorporation may be amended in the manner provided by law.

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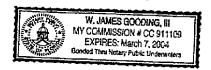
W. JAMES GOODING, III
MY COMMISSION IF CC 911109
SUPPLY STREET, 2004

Commission Number: Commission Expires:

blanks below).

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### ACCEPTANCE OF REGISTERED AGENT

In compliance with Section 48.091, Florida Statutes, the following is submitted:

That Medero Medical Holdings, Inc., desiring to organize under the laws of the State of Florida, with its principal office, as indicated in the Articles of Incorporation, at 1109 SW 10th Street, Ocala, Florida 34474, has named Mario Medero as its agent to accept service of process within the state.

#### ACKNOWLEDGMENT:

Having been named to accept service of process for the above-named Corporation, at the place designated in this certificate, the undersigned agrees to act in this capacity, and agrees to comply with the provisions of Florida law relative to keeping the designated office open.

Mario Medero Registered Agent

http://www.holding.cov/rticles.of/hoorporation.9.13.01.doc

SECRETARY OF STATE TALLAHASSEE, FLORIDA OI SFP 21 AM 7: 10

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