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\*BOARD CERTIFIED  
CIVIL TRIAL LAWYER

October 18, 2001

TELEPHONE: 904-247-6565  
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Corporate Records Bureau  
Division of Corporations  
Department of State  
409 East Gaines Street  
Tallahassee, FL 32399

500004647605--2  
-10/22/01--01041--003  
\*\*\*\*\*78.75 \*\*\*\*\*78.75

RE: Articles of Incorporation  
ARIES MEDICAL CORPORATION

Dear Sir/Madam:

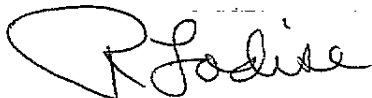
Enclosed is an original and one copy of the Articles of Incorporation for ARIES MEDICAL CORPORATION, together with our check in the amount of \$78.75 in payment of the following fees:

Filing fee	\$ 35.00
Certified Copy	8.75
Registered Agent Designation	<u>35.00</u>

TOTAL \$ 78.75

Please return a certified copy of the Articles of Incorporation to this office.

Sincerely yours,



Rita Lodise  
Legal Assistant to  
Paul M. Eakin  
Enclosures

FILED  
01 OCT 22 AM 8:26  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

B. Mitchell

OCT 24 2001

**ARTICLES OF INCORPORATION**

**OF**

**ARIES MEDICAL CORPORATION**

FILED

01 OCT 22 AM 8: 26

SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

I, the undersigned, hereby associate for the purpose of becoming a corporation under the laws of the State of Florida, by and under the provisions of the statutes of the State of Florida providing for the formation of a corporation for profit.

**ARTICLE I**

**Name and Principal Address**

The name and principal address of the corporation shall be: ARIES MEDICAL CORPORATION, 820 Prudential Drive, Suite 111, Jacksonville, Florida 32207. The mailing address is the same.

**ARTICLE II**

**Duration**

This corporation shall have perpetual existence.

**ARTICLE III**

**Purpose**

The general nature of the business to be transacted by this corporation is as follows: To hold and own real or personal property, to provide management, billing and other services for medical practices and other types of businesses, however, the corporation shall have the authority to do all things which are

authorized to be done by corporations organized under the laws of the State of Florida.

**ARTICLE IV**  
**Capital Stock**

The aggregate number of shares which the corporation is authorized to issue is One Thousand (1000) shares. Such shares shall be of a single class, and shall have a par value of One Dollar (\$1.00) per share.

**ARTICLE V**  
**Preemptive Rights**

Every shareholder, upon the sale for cash of any new stock of this corporation of the same kind, class or series as that which he already holds, shall have the right to purchase his pro rata share (as nearly as may be done without issuance of fractional shares) at the price at which it is offered to others.

**ARTICLE VI**  
**Initial Registered Office and Agent**

The street address of the initial registered office of this corporation is 599 Atlantic Boulevard, Suite 4, Atlantic Beach, FL 32233 and the name of the initial registered agent of this corporation at that address is D. Randall Briley.

**ARTICLE VII**  
**Initial Board of Directors**

This corporation shall have one (1) director initially. The number of directors may be either increased or decreased from time to time by the bylaws, but shall never be less than one (1). The names and addresses of the initial board of directors of this corporation are:

<b><u>NAME</u></b>	<b><u>ADDRESS</u></b>
Orlando G. Florete, Jr., M.D.	820 Prudential Drive, Suite 111 Jacksonville, FL 32207

**ARTICLE VIII**  
**Officers**

The names and street addresses of the officers of this corporation, who shall hold office for the first year of the corporation's existence or until their successors are elected and have qualified, are as follows:

<b><u>NAME</u></b>	<b><u>ADDRESS</u></b>
Orlando G. Florete, Jr., M.D.	820 Prudential Drive, Suite 111 Jacksonville, FL 32207

**ARTICLE IX**  
**Subscriber**

The name and street address of the subscriber to these articles of incorporation is as follows:

<b><u>NAME</u></b>	<b><u>ADDRESS</u></b>
D. Randall Briley	599 Atlantic Boulevard, Suite 4 Atlantic Beach, FL 32233

**ARTICLE X**  
**Indemnification**

The corporation shall indemnify any officer or director, or any former officer or director, to the full extent permitted by law.

**ARTICLE XI**  
**Amendment**

This corporation reserves the right to amend or repeal any provisions contained in these articles of incorporation, or any amendment to them, and any right conferred upon the shareholders is subject to this reservation.

**ARTICLE XII**  
**Corporation Business**

The business of this corporation shall be conducted by a President, one (1) or more Vice-presidents, a Secretary and a

Treasurer, and such assistants as the Board of Directors may from time to time provide for, and any person may hold two or more of such offices. When stockholders who hold a majority of the stock shall be present at a meeting of this corporation, however called or notified, and shall sign a written consent thereto on the record of the meeting, the acts of such meeting shall be as valid as if legally called and notified. This corporation may prescribe and make such other provisions by proper by-laws as the corporation may desire for the regulation of the business and for the conduct of the affairs of the corporation, and any provision creating, dividing, limiting, and regulating the powers of the corporation, the Directors and Stockholders, including provisions governing the issuance of stock certificates to replace lost or destroyed stock certificates; provided such provisions are not contrary to the laws of the State of Florida.

**IN WITNESS WHEREOF**, the Subscriber and Incorporator has hereunto set his hand and seal this 17 day of October, 2001.

  
D. Randall Briley

I hereby accept the designation of registered agent for the above-mentioned corporation at the above-mentioned address, city, and state.

D. Randall Briley  
D. Randall Briley

STATE OF FLORIDA  
COUNTY OF DUVAL

The foregoing instrument was acknowledged before me by D. Randall Briley, who is personally known to me and/or who has produced N/A as identification and who did/did not take an oath, this 17 day of October, 2001.

Rose Rita Lodise  
Notary Public  
Printed Name: \_\_\_\_\_  
My Commission Expires: \_\_\_\_\_

