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Florida Department of State
Division of Corporations
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To: Division of Corporations
Fax Number : (850) 205-0381

From: Account Name : EMPIRE CORPORATE KIT COMPANY
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Phone : (305) 634-3694
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FLORIDA PROFIT CORPORATION OR P.A.

MARTIN ZFAZ, M.D. P.A.

Certificate of Status	0
Certified Copy	1
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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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B. McKnight NOV 26 2001

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**ARTICLES OF INCORPORATION
OF**

MARTIN ZFAZ, M.D. P.A., a Florida Professional Association

The undersigned, for the purpose of forming a Corporation under the Florida Business Corporation Act, does hereby adopt the following Articles of Incorporation:

ARTICLE I. - CORPORATE NAME

The name of the Corporation is MARTIN ZFAZ, M.D. P.A., a Florida Professional Association.

ARTICLE II. - CORPORATE DURATION

The duration of the Corporation is perpetual, and the Corporate existence is to commence upon the filing of these Articles of Incorporation by the Department of State.

ARTICLE III. - PURPOSE AND POWERS

The purpose for which the corporation is organized is to deliver licensed medical services in the State of Florida.

ARTICLE IV. - CAPITALIZATION

The aggregate number of shares the Corporation is authorized to issue is 100. Such shares shall be of a single class and shall have no par value.

ARTICLE V. - REGISTERED OFFICE, AGENT AND PRINCIPAL OFFICE

The street address of the initial registered office of the Corporation is 5696 Alton Road, Miami Beach, FL 33140, and the name of its initial registered agent at such address is Martin Zfaz. The principal office and mailing address of the corporation is 5696 Alton Road, Miami Beach, FL 33140.

ARTICLE VI. - DIRECTORS

The number of directors constituting the initial Board of Directors of the Corporation is one. The name and address of the person who is to serve as the member of the initial Board of Director is as follows:

Martin Zfaz
5696 Alton Road
Miami Beach, FL 33140

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ARTICLE VII - INCORPORATOR

The name and address of the incorporator is:

Martin Zfaz
5696 Alton Road
Miami Beach, FL 33140

IN WITNESS WHEREOF the undersigned subscribers have executed these Articles of Incorporation at Miami Beach, Miami-Dade County, Florida on this 21st day of November, 2001.



MARTIN ZFAZ

STATE OF FLORIDA:

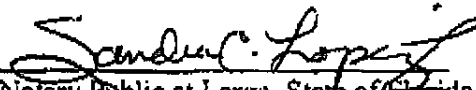
SS.

COUNTY OF MIAMI-DADE:

I HEREBY CERTIFY that on this 21st day of November, 2001, before me, a Notary Public duly authorized in the State and County above named to take acknowledgments, personally appeared Martin Zfaz and he acknowledged before me that he is the subscriber to these Articles of Incorporation and he has acknowledged that he has signed same on this 21st day of November, 2001, and who did take an oath.



Sandra C. Lopez
Commission # CC 811226
Expires Apr. 6, 2003
Bonded Thru
Atlantic Bonding Co., Inc.



Notary Public at Large, State of Florida
My commission expires:

ACKNOWLEDGMENT OF APPOINTMENT AS REGISTERED AGENT

COMES NOW MARTIN ZFAZ, and hereby acknowledges his appointment as the registered agent of MARTIN ZFAZ, M.D. P.A., a Florida Professional Association, and he is familiar with, and accepts, the obligations of that position.



MARTIN ZFAZ

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