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Secretary of State
Division of Corporations
Bureau of Corporate Records
409 East Gaines Street
Tallahassee, FL 32301
FOR OVERNIGHT MAIL

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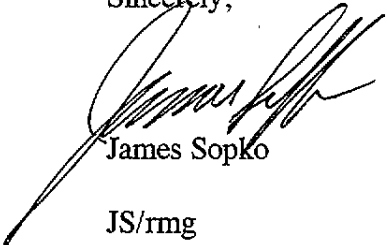
Re: RAO CLINIC, P.A.

Gentlemen:

Enclosed is an original and one copy of the Articles of Organization of RAO CLINIC, P.A. and a check in the amount of \$133.75 payable to Florida Department of State representing the \$100.00 filing fee, the \$25.00 Registered Agent Fee and \$8.75 for a certified copy. Kindly accept the enclosed for filing.

Please return a certified copy of the Articles of Incorporation to the undersigned at your convenience. Thank you for your cooperation in this matter. If you have any questions, please feel free to call.

Sincerely,



James Sopko

JS/rmg

Enclosures

cc: RAO CLINIC, P.A.

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
02 JAN 17 AM 10:41

1-24-02

ARTICLES OF INCORPORATION

OF

RAO CLINIC, P.A.

ARTICLE I
NAME

The name of this corporation shall be: Rao Clinic, P.A.

ARTICLE II
TERM OF EXISTENCE

This corporation shall exist perpetually.

ARTICLE III
PURPOSE

This corporation is organized for the purpose of transacting any or all lawful business.

ARTICLE IV
CAPITAL STOCK

This corporation is authorized to issue Ten Thousand (10,000) shares of Class A stock and Ten Thousand (10,000) shares of Class B stock. These classes of stock are equal in preferences, limitations, and relative rights except that Class B stock shall not have any voting rights.

ARTICLE V
PRINCIPAL OFFICE

The street address of the principal office of this corporation is:

634 Jensen Beach Boulevard
Jensen Beach, Florida 34957

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SECRETARY OF STATE
DIVISION OF CORPORATIONS
02 JAN 17 AM 10:41

ARTICLE VI
DIRECTORS

This corporation shall have one director initially. The number of directors may be either increased or diminished from time to time by the By-Laws but shall never be less than one. The name and address of the initial Director of this corporation is:

Christopher G. Rao
634 Jensen Beach Boulevard
Jensen Beach, Florida 34957

ARTICLE VII
INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial registered office of this corporation is:

853 SE Monterey Commons Boulevard
Stuart, FL 34996

The name of the initial registered agent of this corporation at that address is:

James Sopko

ARTICLE VIII
INCORPORATOR

The name and address of the person signing these articles is:

James Sopko
853 SE Monterey Commons Boulevard
Stuart, FL 34996

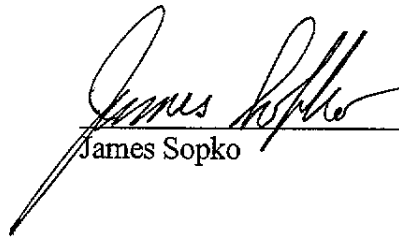
ARTICLE IX
AMENDMENTS

These Articles of Incorporation may be amended in the manner provided by law. Every amendment shall be approved by the Board of Directors, proposed to them by the shareholders and approved at a shareholders' meeting by at least a majority of the stock entitled to vote, unless all of the directors and all of the shareholders sign a written statement manifesting their intention that a certain amendment of these Articles of Incorporation be made.

ARTICLE X
EFFECTIVE DATE

The effective date of this corporation is January 16, 2002.

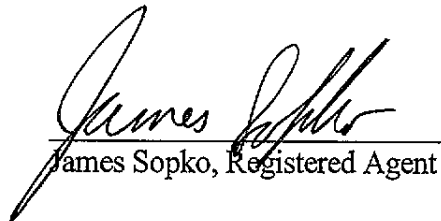
IN WITNESS WHEREOF, the undersigned incorporator has executed these Articles of Incorporation this 16 day of January, 2002.


James Sopko

ACCEPTANCE OF REGISTERED AGENT

Having been named to accept service of process for the above-stated corporation, *1, at the place designated in the foregoing Articles of Incorporation, I hereby agree to act in that capacity, and I further agree to comply with the provisions of all statutes relative to the proper and complete performance of my duties.

DATED this 16 day of January, 2002.


James Sopko, Registered Agent