

Maureen A. Arago, P.A.

PO2000030863

1067 Rainer Drive, Suite 1001
Altamonte Springs, FL 32714
Telephone (407) 862-7744
Facsimile (407) 862-7747

FILED

02 MAR 15 AM 10:19

SECRETARY OF STATE
TALLAHASSEE FLORIDA

March 14, 2002

VIA FEDERAL EXPRESS

Secretary of State
Division of Corporations
409 East Gaines Street
Tallahassee, Florida 32399

Re: Articles of Hieu Trac Nguyen, P.A.

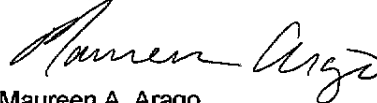
Dear Sir or Madam:

I enclose herewith an original and one copy of Articles of Incorporation for the above-referenced corporation, along with our firm check in the amount of \$78.75 made payable to the Secretary of State which covers the following items: (a) \$35.00 for filing fee; (b) \$35.00 for Registered Agent Designation; (c) \$8.75 for one certified copy.

Please note that the Articles of Incorporation call for corporate existence to commence the date these Articles are filed with the office of the Secretary of the State.

Please call if you have any questions or need additional information.

Sincerely,



Maureen A. Arago

MAA/

Enclosures

300005110899--2
-03/15/02--01047--030
*****78.75 *****78.75

D. WHITE MAR 21 2002

6

ARTICLES OF INCORPORATION

OF

Hieu Trac Nguyen, P.A.

FILED

02 MAR 15 AM 10:19

**SECRETARY OF STATE
TALLAHASSEE FLORIDA**

The undersigned subscriber to these Articles of Incorporation, being a natural person competent to contract, and a medical doctor duly licensed to render professional services as such under the laws of the State of Florida, hereby forms a corporation for profit under the Professional Service Corporation Act and the other laws of the State of Florida.

ARTICLE I – NAME OF CORPORATION

The name of this corporation shall be:

Hieu Trac Nguyen, P.A.

Article II – GENERAL NATURE OF BUSINESS

The general nature of the business to be transacted by this corporation shall be:

A. To engage in every phase and aspect of the business of rendering the same professional services to the public that a medical doctor duly licensed under the laws of the State of Florida is authorized to render, but such professional services shall be rendered only through officers, employees and agents of this corporation who are duly licensed under the laws of the State of Florida to practice medicine therein, as provided in Chapter 621, Florida Statutes, as the same may be from time to time amended.

B. To invest the funds of this corporation in real estate, mortgages, stocks, bonds or any other type of investments, and to own real and personal property necessary for the rendering of such services.

C. To do anything necessary and proper for the accomplishment or furtherance of any of the purposes or objectives of this corporation enumerated in these Articles of Incorporation, or any amendment thereof, necessary or incidental to the protection and benefit of this corporation; and in general, either alone or in association with other corporations, firms or individuals, to carry on any lawful pursuit necessary or incidental to the accomplishment or furtherance of such purposes or objectives of this corporation.

D. It is intended that this corporation may conduct and transact any business lawfully authorized and not prohibited by the laws of the United States and that State of Florida, particularly Chapter 621, Florida Statutes, as the same may be from time to time amended.

ARTICLE III – CAPITAL STOCK

A. The maximum number of shares of capital stock 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 One Dollar (\$1.00) per share, which can be fractional shares.

B. All or any portion of the capital stock may be issues in payment for real or personal property, services, or any other right or thing having a value, in the judgment of the board of directors, at least equivalent to the full value of the stock so to be issued as hereinabove set forth, and when so issued shall become and be fully paid and non-assessable, the same as though paid for in cash; and the directors shall determine the value of any real or personal property, services or right acquired in exchange for capital stock, and their judgment of such value shall be conclusive

C. Notwithstanding the foregoing, the corporation shall have the right to increase its capital stock either with or without par value, and to provide in the event of such increase the designations, preferences, voting powers or restrictions, or qualification of voting powers, of such additional stock, in an amendment to its certificate of incorporation.

ARTICLE IV - DURATION

The effective date upon which this corporation shall come into existence shall be the date these Articles are filed with the office of the Secretary of State, and it shall exist perpetually thereafter unless dissolved according to law.

ARTICLE V - INITIAL REGISTERED OFFICE AND AGENT AND PRINCIPAL PLACE OF BUSINESS

The street address of the initial registered office of this corporation shall be:

499 N. S.R. 434, Suite 1011, Altamonte Springs, FL 32714

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

Hieu Trac Nguyen

The street address of the principal place of business is:

499 N. S.R. 434, Suite 1011, Altamonte Springs, FL 32714

ARTICLE VI - BOARD OF DIRECTORS

The initial number of directors of this corporation shall be one.

The number of directors may be increased or diminished from time to time by the board of directors or the shareholders in accordance with the by-laws of this corporation.

Any director may be removed from office by the holders of a majority of the stock entitled to vote thereon at any annual or special meeting of the shareholders, for any cause deemed sufficient by such shareholders.

In case one or more vacancies shall occur in the board of directors by reason of death, resignation, removal or otherwise, the vacancies shall be filled by the shareholders at their next annual meeting or at a special meeting called for the purpose of filling such vacancies; provided, however, any vacancy may be filled by the remaining directors until the shareholders have acted to fill the vacancy.

Directors, as such, shall receive such compensation for their services, if any, as may be set by the board of directors at the annual meeting or any special meeting thereof. The board of directors may authorize and require the payment of reasonable expenses incurred by directors in attending meetings of the board of directors.

Nothing in this article shall be construed to preclude the directors from serving the corporation in any other capacity and receiving compensation therefore.

ARTICLE VII - INITIAL DIRECTORS

The name and street address of the initial member of the board of directors, to hold office for the first year of existence of this corporation or until his successors are elected or appointed and have qualified is:

<u>Name</u>	<u>Street Address</u>
Hieu Trac Nguyen	499 N. S.R. 434, Suite 1011, Altamonte Springs, FL 32714

ARTICLE VIII - OFFICERS

The officers, qualifications and duties of such officers shall be as outlined in the Bylaws. The original officers will be as follows:

President	Hieu Trac Nguyen
Secretary	Hieu Trac Nguyen
Treasurer	Hieu Trac Nguyen

ARTICLE IX - INCORPORATORS TO ARTICLES

The following is the name and street address of the incorporator(s) to these Articles of Incorporation:

Name

Address

Hieu Trac Nguyen

499 N. S.R. 434, Suite 1011, Altamonte Springs, FL 32714

ARTICLE X - SHAREHOLDERS

No shareholder of this corporation may sell or transfer his shares of stock therein except to another individual who is eligible to be a shareholder of this corporation. Only those persons duly licensed as a medical doctor under the laws of the State of Florida may be a shareholder. No shareholder of this corporation shall enter into a voting trust agreement or any other type of agreement vesting in another person the authority to exercise the voting power of any or all of his shares.

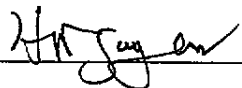
ARTICLE XI - AMENDMENT

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

ARTICLE XII - BY-LAWS

The power to adopt, alter, amend or repeal by-laws of this corporation shall be vested in the shareholders or the board of directors of this corporation; provided, however, that any bylaws not adopted by the shareholders shall be void, and the directors may not alter, amend or repeal any by-laws adopted by the shareholders.

IN WITNESS WHEREOF, the undersigned incorporator has executed these Articles of Incorporation this 14 day of March, 2002.



STATE OF FLORIDA
COUNTY OF SEMINOLE

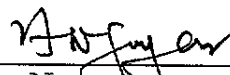
The foregoing instrument was acknowledged before me this 13th day of March, 2002, by Hieu Trac Nguyen, who personally appeared before me and who is personally known to me or has produced a driver's license as identification.




NOTARY PUBLIC
My Commission Expires:

ACCEPTANCE OF APPOINTMENT AS REGISTERED AGENT

The undersigned hereby accepts the appointment to serve as the initial registered agent of Hieu Trac Nguyen, P.A..


Hieu Trac Nguyen

FILED
02 MAR 15 AM 10:19
SECRETARY OF STATE
TALLAHASSEE FLORIDA