

PA2000035196

WALTER R. MOON, P.A.

ATTORNEY AT LAW

200 NORTH PRIMROSE DRIVE

ORLANDO, FLORIDA 32803

March 22, 2002

WALTER R. MOON,
ATTORNEY AT LAW
JUDY JOHNSON,
LEGAL ASSISTANT
JANE B. MOON,
CERTIFIED LEGAL
ASSISTANT

TELEPHONE (407) 898-6600
FACSIMILE (407) 898-1032
Website: yp.bellsouth.com/sites/
waltermoonpa

Florida Department of State
Division of Corporations
P.O. Box 6327
Tallahassee, Florida 32314

400005152444--1
-03/25/02--01019--009
*****70.00 *****70.00

RE: PHYSICIANS HOSPITALIST PARTNERS, INC.

Dear Sir:

Enclosed please find the original and one copy of Articles of Incorporation for the new corporation listed above. Enclosed is our check in the amount of \$70.00 which represents the following:

Filing Fee	\$ 35.00
Registered Agent Designation	<u>35.00</u>
Total Filing Fee	\$ 70.00

Thank you for your assistance in this matter and if you need anything additional, please let us know.

Sincerely,

Walter R. Moon

Walter R. Moon

WRM:jaj
Enclosures

FILED
2002 MAR 25 PM 2:53
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

T. SMITH APR 01 2002

4

**ARTICLES OF INCORPORATION OF
PHYSICIANS HOSPITALIST PARTNERS, INC.**

The undersigned subscriber to these Articles of Incorporation, a natural person competent to contract, hereby forms a corporation under the laws of the State of Florida, and pursuant to the provisions of the laws of such state, providing for formation, liability, rights, privileges, benefits and obligations conferred and imposed by such laws on corporations organized pursuant to the provisions there of, and do hereby make, subscribe, acknowledge and agree to and file these Articles of Incorporation as follows:

**ARTICLE I
NAME**

The name of the corporation shall be Physicians Hospitalist Partners, Inc.

**ARTICLE II
NATURE AND DURATION OF CORPORATE BUSINESS**

The corporation may engage in any activity or business permitted under the laws of the United States and under the laws of Florida. The corporation shall have perpetual existence.

**ARTICLE III
CAPITAL STOCK**

This corporation is authorized to issue a maximum of 7,500 shares of stock. The shares of stock authorized shall be common stock having a par value of \$1.00 per share. The consideration to be paid for each share of stock shall be fixed by the Board of Directors.

**ARTICLE IV
PRE-EMPTIVE 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

FILED
2002 MAR 25 PM 2:53
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

share thereof at the price at which it is offered to others.

**ARTICLE V
INITIAL REGISTERED AGENT AND INITIAL REGISTERED OFFICE**

The corporation's initial Registered Agent and Registered office in the State of Florida shall be WALTER R. MOON, 200 North Primrose Drive, Orlando, Florida 32803.

**ARTICLE VI
ADDRESS**

The street address of the principal office of the corporation shall be 1550 South Lakemont Avenue, Winter Park, Florida 32789.

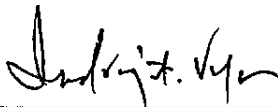
**ARTICLE VII
INCORPORATOR**

The name and address of the initial incorporator of this corporation shall be Indrajit Vyas, 1550 S. Lakemont Avenue, Winter Park, Florida 32792.

**ARTICLE VIII
AMENDMENT**

This corporation reserves the right to amend or repeal any provisions contained in these Articles of Incorporation or any amendment hereto and any right conferred upon the shareholders is subject to this reservation.

IN WITNESS WHEREOF, the undersigned incorporator, for the purpose of forming a corporation to do business within the State of Florida, does make and file these Articles of Incorporation, hereby declaring and certifying that the facts herein stated are true.



Indrajit Vyas

I am familiar with and accept the duties and responsibilities as registered agent for said corporation.

Dated March 22, 2002.

Walter R. Moon
WALTER R. MOON
Registered Agent

STATE OF FLORIDA
COUNTY OF ORANGE

BEFORE ME, a notary public authorized to take acknowledgments in the state and county named above personally appeared WALTER R. MOON to be well known to be the person described as incorporator in the foregoing Articles of Incorporation and he acknowledged before me that he executed said Articles of Incorporation.

Witness my hand and official seal this 22 day of March, 2002.



Melissa Graziano
MY COMMISSION # DD079849 EXPIRES
December 19, 2005
BONDED THRU TROY FAIN INSURANCE, INC.

Melissa Graziano
NOTARY PUBLIC
My Commission Expires:

FILED
2002 MAR 25 PM 2:53
SECRETARY OF STATE
TALLAHASSEE, FLORIDA