CAPITAL CONNECTION, INC.

417 E. Virginia Street, Suite 1 • Tallahassee, Florida 32301

2100H (850) 224-8870 • 1-800-342-8062 • Fax (850) 222-1222

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ARTICLES OF INCORPORATION

OF CASAS & ZAMBRANO, M.D., P.A.

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Pursuant to Section 607.0202, Florida Statutes, these articles of incorporation provide that:

- 1. The name of the corporation is, CASAS & ZAMBRANO, M.D., P.A. (the "Corporation").
- 2. The principal office of the Corporation is 8740 N. Kendall Dr. #218, Miami, FL 33176, FL. 33154.
- 3. The aggregate number of shares which the Corporation is authorized to issue is 10,000 shares of Common Stock, par value \$0.01 per share.
- 4. The street address of the initial registered office of this Corporation is 407 Lincoln Road, Penthouse SE, Miami Beach, FL 33139, and the name of the initial registered agent of this Corporation at that address is The Law Offices of Craig M. Dorne, PA.
- 5. The name and address of the person signing these Articles of Incorporation as incorporator is Craig M. Dorne.
 - 6. This Corporation will be a doctor's office and medical group practice.
- 7. The Corporation shall have two (2) directors initially. The name and address of the initial directors are:

Julio Casas, M.D. 8740 N. Kendall Dr. #218 Miami, FL 33176

Camilo Zambrano, M.D. 8740 N. Kendall Dr. #218 Miami, FL 33176

The number of directors may be either increased or decreased from time to time as provided in the Bylaws of the Corporation, but shall never be less than one.

- 8. The existence of the corporation shall be perpetual. Corporate existence shall commence on the date these Articles are executed and acknowledged, except that if they are not filed by the Department of State of the State of Florida within five (5) days, exclusive of legal holidays, after they are executed and acknowledged, corporate existence shall commence upon filing by the Department of State.
 - 9. The initial bylaws of this corporation shall be adopted by the directors.

Bylaws shall be adopted, altered, amended or repealed from time to time by either the shareholders or the board of directors, but the board of directors shall not alter, amend or repeal any bylaw adopted by the shareholders if the shareholders specifically provide that such bylaw is not subject to amendment or repeal by the directors.

10. This corporation reserves the right to amend or repeal any provision contained in these Articles of Incorporation, and any such right conferred upon the shareholders is subject to this reservation.

Dated this // day of April, 2002.

By:______ Craig M. Dorne

STATE OF FLORIDA

,) SS:

COUNTY OF MIAMI-DADE)

BEFORE ME, the undersigned authority, personally appeared Craig M. Dorne, to me personally known to be the person who subscribed to the foregoing Articles of Incorporation of CASAS & ZAMBRANO, M.D., P.A. acknowledged that he freely and voluntarily executed the said Articles of Incorporation for the purposes therein expressed.

SWORN TO AND SUBSCRIBED before me on this ______

day of April, 2002.

Notary Public, STATE OF FLORIDA

My Commission Expires

MARY REY

MY COMMISSION # CC 970016

EXPIRES: September 25, 2004

Bonded Thru Budget Notary Services

CERTIFICATE DESIGNATING THE ADDRESS AND AN AGENT UPON WHOM PROCESS MAY BE SERVED

Having been named to accept service of process for CASAS & ZAMBRANO, M.D., P.A. at the place designated in its articles of incorporation, I agree to act in this capacity and to comply with the provisions of Section 607.0505 of the Florida Statutes.

Dated this <u>l</u> cay of April, 2002.
By:
Craig M. Dorne
STATE OF FLORIDA)) SS:
COUNTY OF MIAMI-DADE)

BEFORE ME, the undersigned authority, personally appeared Craig M. Dorne, to me personally known to be the person who subscribed to the foregoing Articles of Incorporation of CASAS & ZAMBRANO, M.D., P.A. acknowledged that he freely and voluntarily executed the said Articles of Incorporation for the purposes therein expressed.

SWORN TO AND SUBSCRIBED before me on this /2/day of April, 2002.

Notary Public, STATE OF FLORIDA

My Commission Expires:

MARY REY
MY COMMISSION # CC 970016
EXPIRES. September 25, 2004
Bondad Trru Budget Notary Services

2002 APR 15 PH 1: 33
SEURGARY OF STATE