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Law Office of
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JAMES M. NICHOLAS
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June 7, 2002

Department of State
Division of Corporations
PO Box 6327
Tallahassee, Florida 32314

FILED
02 JUN 14 AM 9:05
TALLAHASSEE, FLORIDA

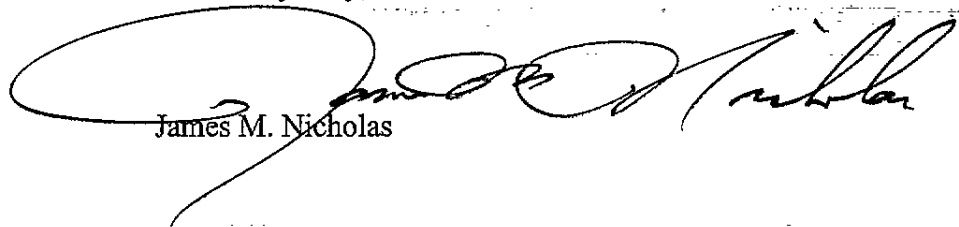
RE: Articles of Incorporation for Thomas A. Netter, M.D., P.A.

Gentlemen:

Enclosed please find the original and one copy of the Articles of Incorporations for Thomas A. Netter, M.D., P.A. along with our check in the amount of \$70.00. Please file the enclosed articles of incorporation and return a copy to me at the address listed above.

In the meantime, should you have any questions, please feel free to call me.

Yours very truly,



James M. Nicholas

JMN/jp
enclosures

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02 JUN 14 AM 9:05

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLES OF INCORPORATION OF
THOMAS A. NETTER, M.D., P.A.

The undersigned, acting as Incorporator pursuant to Chapter 607 of the Florida Statutes, adopts the following Articles of Incorporation.

ARTICLE I NAME

The name of this corporation is THOMAS A. NETTER, M.D., P.A.

ARTICLE II DURATION

The period of its duration is perpetual, beginning from the date these Articles are filed with the Department of State.

ARTICLE III NATURE

The general nature of the business to be transacted by this Professional Service Corporation is to engage in the practice of emergency medicine and to furnish other medical services for individuals and the community at large as permitted under the laws of the United States and the State of Florida, and to effectuate such purposes, it may act in any capacity including as an agent or attorney-in-fact for any person or entity.

Pursuant to the Professional Service Corporation Act section 621.01 et. seq., the undersigned, as the incorporator and sole officer, shall render professional emergency medical services as a duly licensed physician. The corporation shall not engage in any other business.

ARTICLE IV CAPITAL STOCK

This corporation is authorized to issue 100 shares of common stock, all of one class, at a par value of \$1.00.

ARTICLE V PREEMPTIVE RIGHTS

A. Each of the shareholders agrees not to sell, transfer, pledge, assign or otherwise in any way dispose of his shares unless and until he shall have offered to sell his shares to the other shareholders at a fair and reasonable price.

B. All additional shares of common stock issued by the corporation shall be subject to the same restrictions regarding transferability as the initial stock.

C. The holders of common shares shall be entitled to purchase newly issued stock proportionate to their respective holdings prior to the stock being offered to outside subscribers.

ARTICLE VI INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial principal office of this corporation is 230 Fifth Avenue, Indialantic, Florida 32903 and the name and address of the initial registered agent of this corporation is THOMAS A. NETTER, 230 Fifth Avenue, Indialantic, Florida 32903.

ARTICLE VII INITIAL BOARD OF DIRECTORS

This corporation shall have directors as identified in the by-laws, the number of which may either be increased or diminished from time to time by the by-laws but shall never be less than one (1).

ARTICLE VIII INCORPORATORS

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

Thomas A. Netter, M.D.
230 Fifth Avenue
Indialantic, Florida 32903

ARTICLE IX BY-LAWS

The power to adopt, alter, amend or repeal by-laws shall be vested in the Board of Directors and the shareholders.

DATED: 6/6/02

Thomas A. Netter
THOMAS A. NETTER, MD

STATE OF FLORIDA
COUNTY OF BREVARD

I HEREBY CERTIFY, that on this day, before me, an officer duly authorized in the State and County aforesaid to take acknowledgments, personally appeared THOMAS A. NETTER, MD, to me known to be described as Subscriber in and whom executed the foregoing Articles of Incorporation.

WITNESS my hand and official seal in the State and County last aforesaid, this 6th day of June, 2002.

James M. Nicholas
NOTARY PUBLIC
State of Florida at Large
My Commission expires:



James M. Nicholas
MY COMMISSION # DD010139 EXPIRES
May 14, 2005
BONDED THRU TROY FAIR INSURANCE, INC.

I HEREBY ACCEPT the designation, duties and responsibilities as REGISTERED AGENT of THOMAS A. NETTER, M.D., P.A., and agree to comply with the provisions of Florida Statutes.

Thomas A. Netter
THOMAS A. NETTER, MD

FILED

02 JUN 14 AM 9:06

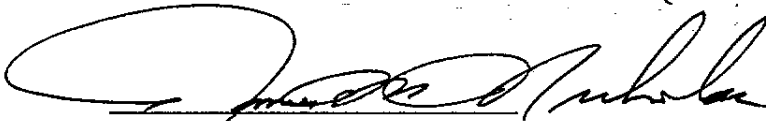
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

STATE OF FLORIDA
COUNTY OF BREVARD

I **HEREBY CERTIFY** that on this day, before me, a Notary Public duly authorized in the State and County aforesaid to take acknowledgments, personally appeared THOMAS A. NETTER, MD, to me known to be described as REGISTERED AGENT for THOMAS A. NETTER, M.D., P.A., and who executed the foregoing designation as REGISTERED AGENT, and acknowledged before me that he subscribed to such designation as REGISTERED AGENT.

WITNESS my hand and official seal in the County and State named above, this 6th

day of June, 2002.



NOTARY PUBLIC
State of Florida at Large

My commission expires:



James M. Nicholas
MY COMMISSION # DD010139 EXPIRES
May 14, 2005
BONDED THRU TROY FAIR INSURANCE, INC.