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CONROY, COLEMAN & HAZZARD, P.A.

ATTORNEYS AT LAW

POINCIANA PROFESSIONAL PARK
2640 GOLDEN GATE PARKWAY

SUITE 115

NAPLES, FLORIDA 34105

(941) 649-5200

TELECOPIER (941) 649-8140

www.cch-legal.com

June 3, 2002

JAMES F. CAUDILL
J. MICHAEL COLEMAN
BOARD CERTIFIED CIVIL TRIAL LAWYER
BOARD CERTIFIED BUSINESS LITIGATION LAWYER
J. THOMAS CONROY, III
BOARD CERTIFIED REAL ESTATE LAWYER
MICHAEL A. DURANT
SCOTT W. DUVAL
WILLIAM J. HAZZARD
DAMIAN C. TAYLOR
BETH B. WOODS

FILED
2002 JUN 18 AM 10:45
SECRETARY OF STATE
TALLAHASSEE FLORIDA

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

000005762920--6
-06/12/02--01039--013
*****78.75 *****78.75

Re: Articles of Incorporation / William D. Ertag, M.D., P.A.

Dear Sir/Madam:

Enclosed please find the original and one copy of the Articles of Incorporation for the above-referenced non-profit corporation. Also enclosed is a check in the amount of Seventy-eight Dollars Seventy-five Cents (\$78.75) to cover the following costs:

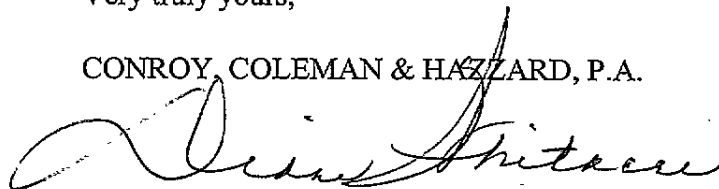
1. \$35.00 - Filing Fee;
2. \$35.00 - Designation of Registered Agent;
3. \$ 8.75- Certified Copy of the Articles of Incorporation.

TOTAL AMOUNT DUE - \$ 78.75

Should you have any questions, please feel free to call. Otherwise, your prompt attention to this matter is appreciated.

Very truly yours,

CONROY, COLEMAN & HAZZARD, P.A.



Diane Whitacre
Paralegal

630
W02-17227

Encl.

✓
6/19/02



FLORIDA DEPARTMENT OF STATE
Katherine Harris
Secretary of State

FILED
2002 JUN 18 AM 10:45
SECRETARY OF STATE
TALLAHASSEE FLORIDA

June 13, 2002

CONROY, COLEMAN & HAZZARD, P.A.
2640 GOLDEN GATE PARKWAY
SUITE 115
NAPLES, FL 34105

SUBJECT: WILLIAM D. ERTAG, M.D., P.A.
Ref. Number: W02000017227

We have received your document for WILLIAM D. ERTAG, M.D., P.A. and your check(s) totaling \$78.75. However, the enclosed document has not been filed and is being returned for the following correction(s):

The specific nature of business of the professional association must be stated in the document.

Please return the original and one copy of your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 245-6973.

Claretha Golden
Document Specialist
New Filings Section

Letter Number: 202A00038694

ARTICLES OF INCORPORATION OF

WILLIAM D. ERTAG, M.D., P.A.

FILED

2002 JUN 18 AM 10:45

SECRETARY OF STATE
TALLAHASSEE FLORIDA

The undersigned, for the purpose of forming a corporation under the Florida Business Corporation Act, do hereby adopt the following Articles of Incorporation:

Article 1.
Name and Address

The name of the Corporation is William D. Ertag, M.D., P.A.. The principal office, if known, or the mailing address of the Corporation is 720 Goodlette Road North, Suite 202, Naples, Florida 34102

Article 2.
Duration

The duration of the Corporation is perpetual.

Article 3.
Purpose

The general purposes for which the Corporation is organized are the following:

A. To conduct a medical practice, engage in and transact any lawful business for which corporations may be incorporated under the Florida General Corporation Act. No other purpose limits this general purpose in any way.

B. To do such other things as are incidental to the purpose of the Corporation or necessary or desirable in order to accomplish them.

Article 4.
Shares

The aggregate number of shares which the Corporation is authorized to issue is One Thousand (1,000) shares of common stock. Such shares shall be of a single class and shall have a par value of \$1.00 per share.

Article 5.
Initial Registered Office and Agent

The street address of the initial Registered Office of the Corporation is Conroy, Coleman & Hazzard, P.A., 2640 Golden Gate Parkway, Suite 115, Naples, Florida 34105, and the name of its initial Registered Agent at that address is J. Thomas Conroy.

Article 6.
Initial Board of Directors

The number of Directors constituting the initial Board of Directors is one (1). The number of Directors may be increased or decreased from time to time in accordance with the By-Laws but shall never be less than one. The name and address of each initial Director of the Corporation is as follows:

William D. Ertag, M.D.
720 Goodlette Road North, Suite 202
Naples, Florida 34102

Article 7.
Incorporators

The name and address of the Incorporator is as follows:

William D. Ertag, M.D.
720 Goodlette Road North, Suite 202
Naples, Florida 34102

Article 8.
Amendment

The Corporation reserves the right to amend or repeal any provisions contained in these Articles of Incorporation or any amendment to them, and any right conferred upon the Shareholders is subject to this reservation.

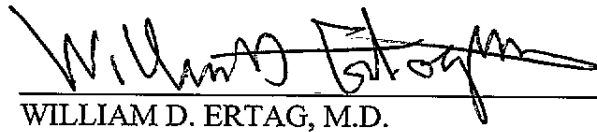
Article 9.
Preemptive Rights

The Corporation elects to have preemptive rights, pursuant to Section 607.0630, Florida Statutes, as amended from time to time.

Article 10.
Indemnification

The Corporation shall indemnify each Officer and Director, including former Officers and Directors, to the full extent permitted by law, including but not limited to Florida Statutes Section 607.0850.

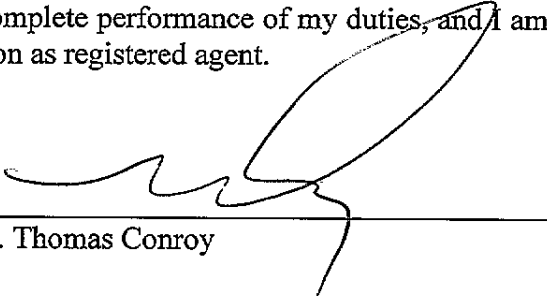
IN WITNESS WHEREOF, the undersigned has signed these Articles of Incorporation on this 29 day of May, 2002.



WILLIAM D. ERTAG, M.D.

**ACCEPTANCE OF DESIGNATION
REGISTERED AGENT/REGISTERED OFFICE**

I, the undersigned person, having been named as registered agent and to accept service of process for the above-stated corporation at the place designated in this statement, hereby accept the appointment as registered agent and agree to act in this capacity. I further agree to comply with the provisions of all statutes relating to the proper and complete performance of my duties, and I am familiar with and accept the obligations of my position as registered agent.



J. Thomas Conroy

Date: May 31, 2002

FILED
2002 JUN 18 AM 10:45
SECRETARY OF STATE
TALLAHASSEE FLORIDA