

CSC

ACCOUNT NO. : 072100000032

REFERENCE : 632258 7117918

AUTHORIZATION : *Patricia Pigato*

COST LIMIT : \$ 78.75

ORDER DATE : June 20, 2002

ORDER TIME : 2:03 PM

ORDER NO. : 632258-005

CUSTOMER NO: 7117918

400005891984--2

CUSTOMER: Alexander Tirado, President
Sunmed, Inc.

Suite 201-202
1987 N.w. 88th Court
Miami, FL 33172

DATE
06/17/02

DOMESTIC FILING

NAME: CAREW MEDICAL GROUP, INC.

EFFECTIVE DATE:

XX ARTICLES OF INCORPORATION

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

XX CERTIFIED COPY

CONTACT PERSON: Darlene Ward - EXT. 1135

EXAMINER'S INITIALS:

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DIVISION OF CORPORATIONS

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DEPARTMENT OF STATE
DIVISION OF CORPORATIONS
TALLAHASSEE FL 32304

W-18179

I. SMITH JUN 24 2002

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06/21/02



FLORIDA DEPARTMENT OF STATE

Katherine Harris
Secretary of State

RESUBMIT

Please give original
submission date as file date.

June 21, 2002

CSC

SUBJECT: CAREW MEDICAL GROUP, INC.
Ref. Number: W02000018179

We have received your document for CAREW MEDICAL GROUP, INC. 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 effective date is not acceptable since it is not within five working days of the date of receipt.

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) 245-6931.

Becky McKnight
Document Specialist
New Filing Section

Letter Number: 302A00040284

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RECEIVED

ARTICLES OF INCORPORATION

OF

CAREW MEDICAL GROUP, INC.

06/17/01

THE UNDERSIGNED incorporator, for purposes of forming a corporation under the Florida Business Corporation Act, hereby adopts the following Articles of Incorporation:

- First:** The name of the corporation is Carew Medical Group, Inc. (the "Corporation").
- Second:** The principal office address and mailing address of the Corporation is: 1987 NW 87th Court, Suite 201, Miami, Florida 33172.
- Third:** The Corporation is authorized to issue 5000 shares of common stock, par value \$.04 per share.
- Fourth:** The street address of the initial registered office of the Corporation is: 1987 NW 87th Court, Suite 201, Miami, Florida 33172, and the registered agent at that address is SunMed, Inc.
- Fifth:** The name and address of the incorporator of the Corporation is: SunMed, Inc., 1987 NW 87th Court, Suite 201, Miami, Florida 33172.
- Sixth:** The Corporation is organized for the purpose of transacting any and all lawful activities or business for which corporations may be formed under Chapter 607 of the Florida Statutes.
- Seventh:** The Corporation shall have three directors initially and the number of directors may increased or diminished from time to time as provided in the bylaws of the Corporation, but shall never be less than one. The names and addresses of the initial directors of the Corporation are:

Mudasiru Carew, DO
420 SW 28th Road
Miami, Florida 33129;

Michael J. Martin, MD
1987 NW 88th Court, Suite 201
Miami, Florida 33172;

Tomas Villanueva, DO
11760 SW 40th Bird Road
Suite 112
Miami, Florida 33175;

- Eighth:** The Corporation expressly elects not to be governed by Section 607.0901 of the Florida Business Corporation Act, as amended from time to time,

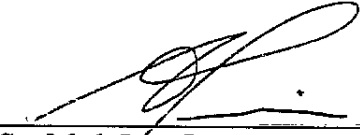
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relating to affiliated transactions.

Ninth: The Corporation expressly elects not to be governed by Section 607.0902 of the Florida Business Corporation Act, as amended from time to time, relating to control share acquisitions.

Tenth: The corporate existence of the Corporation shall commence on June 17, 2002

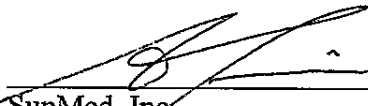
IN WITNESS WHEREOF, the undersigned incorporator has executed these Articles of Incorporation this twenty fourth day of May 2002.



SunMed, Inc., Incorporator
Alex Tirado, COO

**ACCEPTANCE OF APPOINTMENT
OF
REGISTERED AGENT**

I hereby accept the appointment as registered agent contained in the foregoing Articles of Incorporations of Section 607.0505 of the Florida Business Corporation Act.



SunMed, Inc.
Alexander Tirado, COO

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