

PO2000069519

7/2/02 10:54 AM

Florida Department of State
Division of Corporations
Public Access System
Katherine Harris, Secretary of State

Electronic Filing Cover Sheet

Note: Please print this page and use it as a cover sheet. Type the fax audit number (shown below) on the top and bottom of all pages of the document.

((H02000160171 3)))

Note: DO NOT hit the REFRESH/RELOAD button on your browser from this page. Doing so will generate another cover sheet.

To:
Division of Corporations
Fax Number : (850) 205-0380

From:
Account Name : CORPORATE CREATIONS INTERNATIONAL INC.
Account Number : 110432003053
Phone : (305) 672-0686
Fax Number : (305) 672-9110

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
2002 JUL -2 PM 4:03

RECEIVED
02 JUL -2 PM 12:17
DIVISION OF CORPORATIONS

BASIC AMENDMENT HOSPITALIST PHYSICIANS, INC.

Certificate of Status	0
Certified Copy	0
Page Count	02
Estimated Charge	\$35.00

Amended & Restated

Electronic Filing Menu

Corporate Filing

Public Access Help

<https://ecfss1.das.state.fl.us/scripts/efilcovr.exe>

Page 1 of 1

*W/ NAME
07/2/02 Change
DC*

H02000180171

AMENDED AND RESTATED ARTICLES OF INCORPORATION

These Amended and Restated Articles of Incorporation were adopted effective July 2, 2002 by the Corporation's Board of Directors and shareholders pursuant to section 607.1007, Florida Statutes. Each amendment set forth in these Amended and Restated Articles of Incorporation was approved by the shareholders by a vote sufficient for approval of the amendment. These Amended and Restated Articles of Incorporation supersede the original Articles of Incorporation, as amended.

Article I. Name

If no old name is listed below, the name of this Florida corporation has not been changed. If the current/new name listed below differs from the old name, the current/new name will become effective upon the filing of this document.

Current/New Name: HOSPITALIST PHYSICIANS, INC.
Old Name: HOSPITALIST PHYSICIANS, INC.

Article II. Address

The mailing address of the Corporation is:
HOSPITALIST PHYSICIANS, INC.
1040 Seminole Drive
Suite 763
Ft. Lauderdale FL 33304

Article III. Board of Directors

The name of each member of the Corporation's Board of Directors is:

Dr. Steven Gerst

The affairs of the Corporation shall be managed by a Board of Directors consisting of no less than one director. The number of directors may be increased or decreased from time to time in accordance with the Bylaws of the Corporation. The election of directors shall be done in accordance with the Bylaws. The directors shall be protected from personal liability to the fullest extent permitted by applicable law.

Corporate Creations International Inc.
941 Fourth Street #200
Miami Beach FL 33139
(305) 672-0686

Copyright © 1993-2002 CC

H02000180171

PAGE 02

MIAMI OFFICE

07/02/2002 08:45 3056729110

PAGE 02

MIAMI OFFICE

07/02/2002 10:33 3056729110

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
2002 JUL -2 PM 4:03

H02000160171

Article IV. Capital Stock

The Corporation shall have the authority to issue 2,000 shares of common stock, par value \$.01 per share.

Article V. Registered Agent

The name and address of the registered agent of the Corporation is:

Corporate Creations Network Inc.

941 Fourth Street

Miami Beach FL 33139

Article VI. Corporate Existence

The corporate existence of the Corporation will begin effective upon the filing date of the original Articles of Incorporation.

The undersigned executed these Amended and Restated Articles of Incorporation on the date shown below.

HOSPITALIST PHYSICIANS, INC.
HOSPITALIST PHYSICIANS, INC.

By: Steven R. Gerst
Name: Dr. Steven Gerst
Title: President
Date: July 2, 2002

Corporate Creations International Inc.
941 Fourth Street #200
Miami Beach FL 33139
(305) 672-0686

Copyright © 1993-2002 CC

H02000160171

07/02/2002 10:33 3056729118
TOTAL P.02

H02000160171

**CERTIFICATE OF DESIGNATION
REGISTERED AGENT/OFFICE**

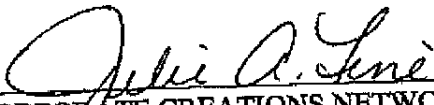
CORPORATION:

HOSPITALIST PHYSICIANS, INC.

REGISTERED AGENT/OFFICE:

**Corporate Creations Network Inc.
941 Fourth Street
Miami Beach FL 33139**

I agree to act as registered agent to accept service of process for the corporation named above at the place designated in this Certificate. I agree to comply with the provisions of all statutes relating to the proper and complete performance of the registered agent duties. I am familiar with and accept the obligations of the registered agent position.



**CORPORATE CREATIONS NETWORK INC.
Julie A. Fine, Vice President**

Date: July 2, 2002

**Corporate Creations International Inc.
941 Fourth Street #200
Miami Beach FL 33139
(305) 672-0686**

Copyright © 1993-2002 CC

H02000160171