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| MIAMI, FLORIDA (305)552-5973 | | | |
| TERESA ROMAN (TALLAHASSEE RE | PRESENTATIVE) | | |
| | | OFFICE USE ONLY | |
| 1. PAUL L. PETER (Corporation Name) | OCUMENT NUMI PSEN, M. | BER(S) (if known): | |
| 2. (Corporation Name) | | (Document #) | |
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ARTICLES OF INCORPORATION

OF

PAUL L. PETERSEN, M.D., P.A.

ARTICLE I - NAME

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SECRETARY CF STATE
TALLAHASSEE FLORIDA

The name of the corporation is PAUL L. PETERSEN, M.D., P.A. Its principal place of business shall be 819 NE 72nd Terrace; Miami, Florida 33138.

ARTICLE II - EXISTENCE AND DURATION

This corporation shall have perpetual existence, unless sooner dissolved in accordance with the laws of the State of Florida.

ARTICLE III- PURPOSE

This corporation is organized for the sole and specific purpose of rendering professional medical services to the public, including but not limited to all lawful business as provided by Florida Statutes, Chapter 458, as it exists on the date hereof or as it may hereafter be amended. Such professional services shall be rendered only through officers, employees, and agents who are duly licensed under the laws of the State of Florida.

ARTICLE IV - CAPITAL STOCK

This corporation is authorized to issue ONE THOUSAND (1000) shares of ONE DOLLAR (\$1.00) par value common stock, which shall be the only class of shares. The capital stock may be paid for in property, labor or services, at just valuation to be fixed by the Board of Directors at a meeting called for such purpose.

ARTICLE V- PRE-EMPTIVE RIGHTS

Every shareholder, upon the sale for cash of any new stock of this corporation of the same kind, class or series as that which he already holds, shall have the right to purchase his pro rata share thereof (as nearly as may be done without issuance of fractional shares) at the price at which it is offered to others.

ARTICLE VI- INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial registered office of this corporation is 819 NE 72nd Terrace: Miami, Florida 33138. The name of the initial registered agent of this corporation is STEVEN LIEBERMAN, ESQ. at 11400 North Kendall Drive; Suite 106; Miami, Florida 33176.

ARTICLE VII - INITIAL BOARD OF DIRECTORS

The corporation shall have the below-named directors. The number of directors may be either increased or decreased from time to time by the By-Laws, but shall never be less than one (1). The name and address of the initial directors of this corporation are:

NAME:

ADDRESS:

PAUL L. PETERSEN

819 NE 72nd Terrace Miami, Florida 33138

ARTICLE VIII- BY-LAWS

The power to adopt, alter, amend or repeal the bylaws shall be vested in the shareholders. The bylaws set forth may include any provision not inconsistent with law including the regulation of the business, the conduct of the affairs of the corporation, and any provision creating, defining, limiting, and regulating the powers of the corporation, the directors and the shareholders of any class of shareholders, including but not limited to, any provision restricting the transfers of shares, any provision for accumulating voting, and upon execution of the bylaws by the shareholders, the bylaws shall have the same force and effect as if incorporated and made a part of theses Articles of Incorporation.

ARTICLE IX- INDEMNIFICATION

The corporation shall indemnify all officers and directors, and former officers and directors, to the fullest extent permitted by law as the law now exists or may be amended hereafter.

ARTICLE X- INCORPORATORS

The name and address of the persons signing these Articles of Incorporation are as follows:

NAME

ADDRESS

STEVEN LIEBERMAN

11400 North Kendall Drive

Suite 106

Miami, Florida 33176

ARTICLE XI-AMENDMENT

The corporation reserves the right to amend or repeal any provision contained in these Articles of Incorporation, or any amendment hereto, by a majority vote of the Board of Directors, and any right conferred upon the shareholders is subject to this reservation.

IN WITNESS WHEREOF, I have hereunto set my hand and seal this 25th day of April, 2003.

STEVEN LIEBERMAN

STATE OF FLORIDA

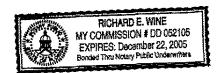
)SS:

COUNTY OF MIAMI-DADE)

The foregoing instrument was acknowledged before me this 25th day of April, 2003 by STEVEN LIEBERMAN, who is personally known to me or who has produced identification and who did take the oath.

NOTARY PUBLIC, STATE OF FLORIDA

Commission Number: My Commission Expires:



CERTIFICATE DESIGNATING REGISTERED AGENT

Pursuant to Chapter 48.091, Florida Statutes, the following is submitted in compliance with said Act:

PAUL L. PETERSEN M.D., P.A., desiring to organize under the laws of the State of Florida with its initial principal office at 819 NE 72nd Terrace; Miami, Florida 33138 has named STEVEN LIEBERMAN as its registered agent to accept service of process within this State.

Having been named to accept service of process for the above stated corporation, at the place designated in this certificate, I hereby accept to act in this capacity, and agree to comply with the provision of said relative to keeping open said office.

STEVEN LIEBERMAN Registered Agent

STATE OF FLORIDA

)SS:

COUNTY OF MIAMI-DADE)

The foregoing instrument was acknowledged before me this 25th day of April, 2003 by STEVEN LIEBERMAN, who is personally known to me or who has produced identification and who did take the oath.

NOTARY PUB FLORIDA

Commission Number:

