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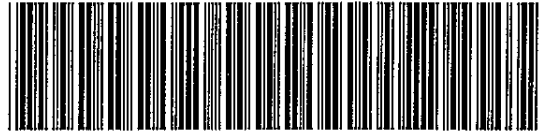
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SECRETARY OF STATE
TALLAHASSEE, FL 32399

pcy 10,

STEVEN FRISCHER
ATTORNEY AT LAW
SUITE 305
7600 RED ROAD
South Miami, Florida 33143
TELEPHONE (305) 662-2615

September 29, 2003

Corporate Records Bureau
Division of Corporations
Department of State
409 E. Gaines Street
Tallahassee, FL 32399

Re: A. J. STEIN, D.O., P.A.

Gentlemen:

Enclosed you will find an original and one copy of the Articles of Incorporation of A. J. STEIN, D.O., P.A., for filing by the Department of State.

You will also find enclosed a check payable to the **Florida Department of State** in the amount of \$ 87.50 to cover the following:

Filing fee for Articles:	\$ 35.00
Registered Agent fee	35.00
Certified copy	8.75
Certificate of status	8.75
Tax on authorized shares:	<u>.35</u>
TOTAL:	\$ 87.85

Thanks for your cooperation in this matter.

Should you have any questions or if there are any problems with this filing, please let me know.

Very truly yours,


STEVEN FRISCHER

ARTICLES OF INCORPORATION

OF

A. J. STEIN, D.O., P.A.

The undersigned subscriber of these Articles of Incorporation, a natural person competent to contract, hereby applies to form a corporation under the laws of the State of Florida.

FIRST: The name of the corporation shall be: **A. J. STEIN, D.O., P.A.**

SECOND: The purpose for which the corporation is organized is to engage in the practice of medicine as a professional corporation and to own and operate a medical clinic for the purposes of providing medical care and treatment; to furnish related laboratory and clinical services; and to own and/or lease real and personal property, enter into contracts and engage in any lawful business necessary for the rendering of professional medical services; and to do everything necessary, proper or convenient to accomplish any of the purposes set forth in these articles, and to do every other act incidental to the corporate purposes which is not forbidden by Florida laws or by the provisions of these articles of incorporation.

The purposes of this corporation shall be carried out only through officers, employees, and agents, each of whom is licensed or otherwise legally qualified to render professional medical services in the State of Florida.

THIRD: The maximum number of shares of stock which this corporation is authorized to have outstanding at any time shall be 100 shares, having a ONE DOLLAR (\$1.00) par value each.

All of the aforementioned stock is to be issued as fully paid for and is exempt from assessment.

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The capital stock may be paid for in property, labor, or services at a just valuation, to be fixed by the incorporator, or by the board of directors at a meeting called for such purpose, or at the organization meeting.

Property, labor, or services may also be purchased or paid for with the capital stock at a just valuation of said property, to be fixed by the directors of the company. Stock in other corporations or going businesses may be purchased by the corporation in return for the issuance of the capital stock, and said purchase shall be on such basis and for such consideration and the issuance of so much of the capital stock as the directors of the company may decide.

FOURTH: The corporation shall have perpetual existence.

FIFTH: The name of the initial registered agent and Florida street address is as follows:

STEVEN FRISCHER, ESQ.
7600 Red Road, Suite 305
So. Miami, FL 33143

SIXTH: The principal place of business shall be:

3661 South Miami Avenue, Suite 806
Miami, FL 33133

The mailing address shall be:

7045 S.W. 139 Street
Miami, FL 33158

SEVENTH: The name and post office address of the incorporator is:

ALLAN J. STEIN
7045 S.W. 139 Street
Miami, FL 33158

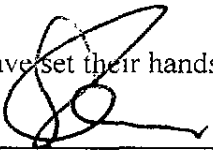
EIGHTH: In furtherance and not in limitation of the powers conferred by the laws of the State of Florida, the board of directors is hereby especially authorized:

a. To make and alter the by-laws at pleasure.

b. To fix the amount to be reserved as working capital and to authorize and cause to be executed mortgages and liens upon the property and franchises of this corporation.

NINTH: The Corporation shall indemnify to the full extent permitted by law any person who is made, or threatened to be made, a party to any action, suit or proceeding (whether civil, criminal, administrative or investigative) by reason of the fact that he or she is or was a Director, Officer, employee or agent of the Corporation or serves or served any other enterprise at the request of the Corporation.

IN WITNESS WHEREOF, the parties hereto have set their hands and seals this 26 day of September 2003.


ALLAN J. STEIN
Incorporator

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CLERK OF STATE
TALLAHASSEE, FLORIDA

STATE OF FLORIDA)
) SS:
COUNTY OF MIAMI-DADE)

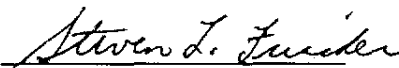
BEFORE ME, a notary public authorized to take acknowledgments in the State and County set forth above, personally appeared ALLAN J. STEIN, known to me and known by me to be the person who executed the foregoing Articles of Incorporation, and he acknowledged before me that he executed those Articles of Incorporation and he did (did not) take an Oath.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed my official seal, in the State and County aforesaid, this 26 day of September 2003.



Steven L. Frischer
MY COMMISSION # DD017928 EXPIRES
August 5, 2005
BONDED THRU TROY PAUL INSURANCE, INC.

My commission expires:


NOTARY PUBLIC
State of Florida at Large

ACCEPTANCE BY REGISTERED AGENCY

Having been appointed the Registered Agent of A. J. STEIN, D.O, P.A., the undersigned accepts such appointment, agrees to act in such capacity and accepts the obligations imposed by Florida Statutes Section 607.325.

Dated this 26 day of September 2003.

By: 
Steven Frischer