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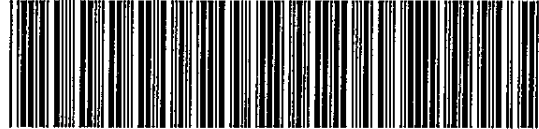
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KELLY & McKEE, P.A.

Attorneys at Law

1718 E. 7th Ave. - Suite 301 (33605)

P.O. Box 75638

Tampa, Florida 33675-0638

kmpa@kellyandmckee.com

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MARK F. KELLY
ROBERT F. McKEE
MELISSA C. MIHOK

DEPARTMENT OF STATE
TALLAHASSEE FLORIDA
Phone (813) 248-6400
Facsimile (813) 248-4020

January 29, 2004

Department of State
Division of Corporations
Post Office Box 6327
Tallahassee, FL 32314

RE: J. D. Megargel, M.D., P.A.

To Whom It May Concern:

Enclosed you will find the original and one copy of the Articles of Incorporation for J. D. Megargel, M.D., P.A., the Consent of Registered Agent, and the filing fee of \$78.75.

Thank your for your assistance.

Sincerely,


Barbara D. Jarnagin

/bdj

Enclosures



FLORIDA DEPARTMENT OF STATE

Glenda E. Hood
Secretary of State

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FLORIDA DEPARTMENT OF STATE
TALLAHASSEE FLORIDA

February 11, 2004

KELLY & MCKEE, P.A.
POST OFFICE BOX 75638
TAMPA, FL 33675-0638

SUBJECT: J.D. MEGARGEL M.D., P.A.
Ref. Number: W04000005919

We have received your document for J.D. MEGARGEL 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: 304A00009422

RECEIVED
04 FEB 19 PM 5:39
FLORIDA DEPARTMENT OF STATE
DIVISION OF CORPORATIONS
TALLAHASSEE, FL 32314

ARTICLES OF INCORPORATION

OF

J. D. MEGARGEL, M.D., P.A.

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DEPARTMENT OF STATE
TALLAHASSEE FLORIDA

ARTICLE I

The name of this corporation shall be J.D. MEGARGEL M.D., P.A., and its principal office shall be 40 Aegean Avenue, Tampa, Florida 33606.

ARTICLE II

This corporation shall have perpetual existence, which shall commence at the time of the filing of these Articles of Incorporation with the Department of State.

ARTICLE III

The purpose of this corporation is to provide anesthesiology services and to transact any or all lawful business for which corporations may be incorporated under Chapter 607, Florida Statutes. The corporation shall also have all other powers provided in the statutes of the State of Florida.

ARTICLE IV

The corporation is authorized to issue 1,000 shares of common stock of a par value of \$1.00 per share.

ARTICLE V

The initial registered agent for this corporation is Elizabeth McKee, C.P.A., and the initial registered office is located at 1718 E. 7th Avenue, Suite 301, Tampa, Florida 33605.

ARTICLE VI

The amount of capital with which this corporation shall begin business shall be not less than \$1,000.00.

ARTICLE VII

The number of Directors constituting the initial Board of Directors shall be one (1). The number of Directors may be increased from time to time by the By-Laws, but shall never be less than one (1).

ARTICLE VIII

The names and street addresses of each member of the initial Board of Directors is:

James D. Megargel
40 Aegean Avenue
Tampa, FL 33606

ARTICLE IX

The name and street addresses of each of the initial officers of the corporation are as follows:

James D. Megargel
40 Aegean Avenue
Tampa, FL 33606

ARTICLE X

Subject to the provisions of the Florida Statutes, stockholders' meetings may be held at any place designated by the Directors.

ARTICLE XI

The following additional provisions are inserted for the conduct of the affairs of the corporation:

(a) The corporation may incur any indebtedness in any amount that is in the best interest of the corporation.

(b) The Board of Directors of the corporation is hereby authorized and empowered, from time to time, at its discretion, to:

(i) make and amend By-Laws of the corporation;

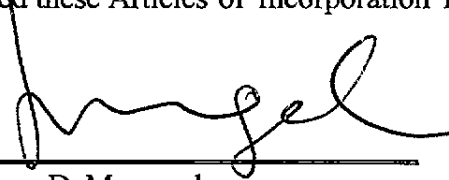
(ii) establish such reserves as the Board may deem necessary and in the best interests of the corporation and to set such funds aside for the purpose of the reserve.

The undersigned, constituting all of the original subscribers for the shares of stock of this corporation, and for the purpose of forming a corporation for profit pursuant to Chapter 607, Florida Statutes, do hereby make and file these Articles of Incorporation, hereby declaring and certifying that the facts stated herein are true and each does agree to take the shares of stock hereinabove authorized in the following amounts:

James D. Megargel

1,000

The undersigned original subscriber has executed these Articles of Incorporation for the purposes herein expressed.



James D. Megargel
40 Aegean Avenue
Tampa, FL 33606

STATE OF FLORIDA)
COUNTY OF HILLSBOROUGH)

SWORN TO AND SUBSCRIBED before me by
James D. Megargel, to me personally known,
on this 29th day of January, 2004.

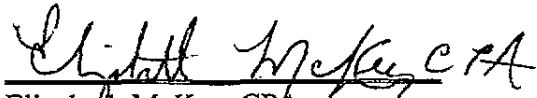

NOTARY PUBLIC, STATE OF FLORIDA
My Commission Expires



Barbara D. Jarnagin
Commission # CC 973116
Expires Nov. 23, 2004
Bonded Thru
Atlantic Bonding Co., Inc.

CONSENT OF REGISTERED AGENT


HAVING BEEN NAMED as Registered Agent for J. D. Megargel, M.D., P.A., at the office designated in the foregoing Articles of Incorporation, the undersigned hereby accepts the designation.



Elizabeth McKee, CPA
1718 E. 7th Ave., Suite 301
Tampa, FL 33605
(813) 247-7177

STATE OF FLORIDA)
COUNTY OF HILLSBOROUGH)

SWORN TO AND SUBSCRIBED before me by
Elizabeth McKee, to me personally known, on this
29th day of January, 2004.


NOTARY PUBLIC, STATE OF FLORIDA
My Commission Expires:



Barbara D. Jarnagin
Commission # CC 973116
Expires Nov. 23, 2004
Bonded Thru
Atlantic Bonding Co., Inc.

FILED
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TALLAHASSEE FLORIDA