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GOLDSTEIN, TANEN & TRENCH, P.A. Law Offices

One Biscayne Tower • Suite 3700
Two South Biscayne Boulevard
Miami, Florida 33131
Telephone (305) 374 - 3250
Facsimile (305) 374 - 7632

Via Federal Express

June 2, 2004

Secretary of State
Division of Corporations
409 East Gaines Street
P. O. Box 6327
Tallahassee, FL 32309-0001

RE: Stephen N. Horwitz, M.D., P.A.

Our File No. 870.00

Dear Sir or Madam:

Enclosed please find an original and one copy of Articles of Incorporation for Stephen N. Horwitz, M.D., P.A., along with our check in the sum of \$78.75 for filing same.

Please return a copy of the filed articles to us in the enclosed pre-paid envelope as quickly as possible. Thank you for your assistance to this request.

Sincerely,

effred S. Tanen

JST/jc Enclosures M:\text{Horwitz\L-Sec of State 06-02-04.wpd}

ARTICLES OF INCORPORATION

OF

STEPHEN N. HORWITZ, M.D., P.A.

ARTICLE I Name of Corporation

The name of this corporation is STEPHEN N. HORWITZ, M.D., P.A.

ARTICLE II Corporate Existence

This corporation shall have perpetual existence.

ARTICLE III Purpose of Business

The purpose of this corporation is to engage in the practice of medicine and the transaction of any and all business related thereto as permitted under the laws of the United States and of this state.

ARTICLE IV Principal Place of Business

The address of the principal place of business of this corporation is 2999 NE 191st Street, Suite 607, Aventura, Florida 33180.

ARTICLE V Registered Office

The address of the initial registered office of the corporation is c/o Jeffrey S. Tanen, Esquire, Goldstein, Tanen & Trench, P.A., One Biscayne Tower, Suite 3700, Two South Biscayne Boulevard, Miami, FL 33131. The Board of Directors may from time to time move the registered office to any other address in Florida.

ARTICLE VI Registered Agent

The initial registered agent of the corporation for accepting service of process pursuant to Section 48.091, Florida Statutes, shall be Jeffrey S. Tanen, Esquire, Goldstein, Tanen & Trench, P.A., One Biscayne Tower, Suite 3700, Two South Biscayne Boulevard, Miami, Florida 33131.

ARTICLE VII Directors

This corporation shall have not less than one director. The name and address of the initial director of this corporation is:

Stephen N. Horwitz, M.D. 2999 NE 191st Street, Suite 607 Aventura, Florida 33180

The number of directors may be set from time to time by resolution adopted by a majority vote of the outstanding common shares.

ARTICLE VIII Capital Stock

The maximum number of shares of stock in this corporation which it is authorized to have outstanding at any one time is Seven Thousand Five Hundred (7,500) shares of Common Stock at \$1.00 par value. Each stockholder shall be entitled to one (1) vote for each share of stock owned.

ARTICLE IX Incorporator

The name and address of the incorporator is as follows:

Jeffrey S. Tanen, Esuqire Goldstein, Tanen & Trench, P.A. Two South Biscayne Boulevard, Suite 3700— Miami, Florida 33131

ARTICLE X Directors' Liabilities and Rights

No contract, act or transaction of this corporation with any person or persons, firm or other corporations, in the absence of fraud or wrongdoing, shall be affected or invalidated by the fact that any director of this corporation is a party to or interested in such contract, act or transaction, or in any way connected with such person, persons, firm or corporation, and each and every person who

may become a director of this corporation is hereby relieved from any liability that might otherwise exist from thus contracting with this corporation for the benefit of himself or any other firm, association or corporation in which he may anywise be interested. Any director of this corporation may vote upon any contract or other transaction between the corporation and any subsidiary or controlled company without regard to the fact that he is also a director of such subsidiary or controlled company.

ARTICLE XI Amendment

These Articles of Incorporation may be amended, changed, altered, or repealed only by majority vote of the outstanding common shares.

IN WITNESS WHEREOF, the undersigned incorporator has executed these Articles of Incorporation this 28th day of May, 2004.

Jeffrey S. Tanen, Asquire, Incorporator

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

BEFORE ME, the undersigned authority, this day personally appeared Jeffrey S. Tanen, Esquire, who is personally known to me and who executed the foregoing Articles of Incorporation and who acknowledged before me that same was executed for the uses and purposes herein expressed.

WITNESS my hand and official seal on this 28th of May, 2004.

Paola E. Montes
Commission & CC 987224
Expires Dec. 10, 2004
Bonded Thre
Atlantic Bonding Co., Inc.

My Commission Expires:

Notary Public, State of Florida

REGISTERED AGENT ACKNOWLEDGMENT

Having been named Registered Agent for the above-named corporation, at the Registered Office designated in this Certificate, I hereby accept to act in this capacity and agree to comply with all legal requirements relative thereto.

Jeffrey S. Janen, Esquire

Registered Agent