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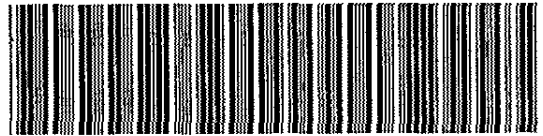
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**ARTICLES OF INCORPORATION**

**OF**

**EROSYM, INC.**

**A FLORIDA CORPORATION**

The undersigned, for the purposes of forming a corporation under the Florida General Corporation Act, do hereby adopt the following Articles of Incorporation:

**ARTICLE I**

The name of the corporation shall be EROSYM, INC.

**ARTICLE**

The duration of the corporation is perpetual.

**ARTICLE III**

The general purpose for which the corporation is organized is:

1. To provide professional physicians care.
2. To transact any other lawful business for which corporations may be incorporated under the Florida Corporation Act.
3. To do such other things as are incidental to the foregoing, or necessary or desirable, in order to accomplish the foregoing, including borrowing or raising money for any purpose of the corporation, securing the same, mortgaging all or any part of the corporate property, and to create, issue, draw and accept and negotiate bonds and mortgages, bills or exchange, promissory notes or other obligations or negotiable instruments.

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#### **ARTICLE IV**

The aggregate number of shares which the corporation is authorized to issue is one hundred (100). Such shares shall be of a single class, and shall have a par value of one United State's Dollar (\$1.00).

#### **ARTICLE V**

The name of the initial resident office and initial registered agent is **Ashwini Mysore, M.D., 8673 Damascus Drive, Palm Beach Gardens, FL 33418.**

#### **ARTICLE VI**

The number of directors constituting the initial Board of Directors of the corporation is one.

#### **ARTICLE VII**

The corporation is authorized to issue only one class of stock, and all issued stock shall be held of record and by not more than ten (10) persons. Stock will be issued and transferred only to: 1) natural persons; 2) estates; or 3) a trust described in 26 U.S.C.S section 1371, defining a qualified "small business corporation." In addition, no stock shall be issued or transferred to a non-resident alien.

#### **ARTICLE VIII**

It is the intention of the incorporators of this corporation that the first Board of Directors adopt a plan under section 1244 of the Internal Revenue Code, allowing a limited ordinary loss to individuals for loss on stock of a "small business corporation" which qualifies under the Code.

#### **ARTICLE IX**

No stockholder shall have the right to sell, assign, pledge, encumber, transfer or otherwise dispose of any shares of the corporation without first offering such shares for the sale to the corporation at the net asset value thereof. If the corporation fails or refuses to make satisfactory arrangements for the purchase of such shares within ninety (90) days from the written notice thereof, the stockholder shall have the right to dispose of the shares as he/she may see fit.

#### **ARTICLE X**

The name and address of each incorporator is:

Ashwini Mysore, M.D., 8673 Damascus Drive, Palm Beach Gardens, FL 33418.

Executed by the undersigned at Palm Beach Gardens, FL 33418 on this

28 day of May, 2004.

By:   
Ashwini Mysore, M.D

#### **CERTIFICATE DESIGNATING PLACE OF BUSINESS OR DOMICILE FOR SERVICE OF PROCESS WITHIN THE STATE OF FLORIDA AND NAMING THE RESIDENT AGENT UPON WHICH PROCESS MAY BE SERVED.**

In pursuance of Chapter 48.091, Florida Statutes, the following is submitted in compliance with said Act:

The Erosym, Inc., desiring to organize under the laws of the state of Florida, with its principal place office as indicated in the Article of Incorporation at:

8673 Damascus Drive, Palm Beach Gardens, FL 33418

has named:

Ashwini Mysore, M.D., 8673 Damascus Drive, Palm Beach Gardens, FL 33418 as its registered agent to accept service of process within the state of Florida.

#### ACKNOWLEDGMENT

Having been named to accept service of process of 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 provisions of said Act relative to keeping open said office.



Ashwini Mysore, M.D.

8673 Damascus Drive


Palm Beach Gardens, FL 33418

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**STATE OF FLORIDA**  
**COUNTY OF PALM BEACH        }**

I hereby certify that on this day, before me, a Notary Public, duly authorized to administer oaths and take acknowledgments, personally appeared ASHWINI MYSORE, M.D., who is known personally to me, or who produced identification, described as DL # M260 072 008 739, and who executed the foregoing Articles of Incorporation as subscriber and acknowledged before me that she subscribed to those Articles or Corporation.

WITNESS my hand and Seal in the County of Palm Beach and in the state of Florida, this 28 day of May, 2004.

  
\_\_\_\_\_  
Print Name: ASHWINI MYSORE

NOTARY PUBLIC, STATE OF FLORIDA

Serial Number:

My Commission Expires: 3/5/05

