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Florida Department of State  
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**To:**

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Fax Number : (850) 205-0381

**From:**

Account Name : CORPDIRECT AGENTS, INC.  
Account Number : 110450000714  
Phone : (850) 222-1173  
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**FLORIDA PROFIT CORPORATION OR P.A.**

**JUAN C. RESTREPO, M.D., P.A.**

Certificate of Status	0
Certified Copy	1
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**ARTICLES OF INCORPORATION  
OF  
JUAN C. RESTREPO, M.D., P.A.**

FLORIDA

**ARTICLE I - NAME**

The name of this Corporation shall be JUAN C. RESTREPO, M.D., P.A., a Florida professional association ("Corporation").

**ARTICLE II - DURATION**

This Corporation shall commence existence immediately upon filing these Articles of Incorporation and shall exist perpetually thereafter unless dissolved according to law.

**ARTICLE III - PURPOSE & POWERS**

Except as restricted by these Articles of Incorporation, this Corporation is organized for each and every legal and lawful purpose for which a Corporation may be organized under Chapter 621 of Florida Statutes. The specific purpose will be the practice of anesthesiology.

**ARTICLE IV - CAPITAL STOCK**

This Corporation is authorized to issue TEN THOUSAND (10,000) SHARES of One Dollar (\$1.00) Par Value Common Stock, which shall be designated "COMMON SHARES".

**ARTICLE V - PRINCIPAL OFFICE**

The principal office of this Corporation is 690 NE 29<sup>th</sup> Place, Boca Raton, Florida 33431.

**ARTICLE VI - INITIAL REGISTERED AGENT AND OFFICE**

The initial registered agent and office for this Corporation are:

Steven A. Belson, Esq.  
Crystal Corporate Center  
2500 North Military Trail, Suite 465  
Boca Raton, Florida 33431

This document prepared by:  
Steven A. Belson, Esq.  
Belson & Lewis, LLP  
Crystal Corporate Center  
2500 North Military Trail, Suite 465  
Boca Raton, FL 33431

H04000176332 3

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**ARTICLE VII - INCORPORATOR**

The name and address of the person signing these Articles of Incorporation as incorporator are:

Steven A. Belson, Esq.  
Crystal Corporate Center  
2500 North Military Trail, Suite 465  
Boca Raton, Florida 33431

**ARTICLE VIII - BOARD OF DIRECTORS**

This Corporation shall have an initial Board of Directors consisting of one (1) director. The number of directors may be changed from time to time by the Bylaws of the Corporation, provided that the Board of Directors shall at all time have no less than one (1) director and no more than three (3) directors. The initial director shall be Juan C. Restrepo, M.D.

**ARTICLE IX - BYLAWS**

The Bylaws of this Corporation may be adopted, amended, altered or repealed by the Board of Directors.

**ARTICLE X - INDEMNIFICATION**

This Corporation may indemnify its officers and directors to the fullest extent permitted under Florida law.

**ARTICLE XI - AMENDMENT**

This Corporation reserves the right to amend, alter or repeal any provision contained in these Articles of Incorporation by majority vote of the shareholders of the Corporation, provided that the same be accomplished in accordance with the Professional Service Corporation and Limited Liability Company Act.

27<sup>th</sup> IN WITNESS WHEREOF, the undersigned has executed these Articles of Incorporation this day of August, 2004.

  
STEVEN A. BELSON, ESQ., Incorporator

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H04000176332 3

STATE OF FLORIDA                    )  
  )SS.  
COUNTY OF PALM BEACH            )

I HEREBY CERTIFY that on this day, before me, an officer duly authorized to take oaths and acknowledgments in the state and county aforesaid, personally appeared STEVEN A. BELSON, ESQ., as Incorporator, who is personally known to me or who has produced \_\_\_\_\_ as identification, and he acknowledged before me that he executed the same.

WITNESS my hand and seal this 27th day of August, 2004.

Beth Gdansk  
NOTARY PUBLIC  
Print Name: BETH GDANSKI  
Comm. Exp.: \_\_\_\_\_  
Comm. No.: \_\_\_\_\_



Beth Gdansk  
My Commission DD259074  
Expires December 05 2007

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**CERTIFICATE OF DESIGNATION OF  
REGISTERED AGENT/REGISTERED OFFICE**

STATE OF FLORIDA

The name of the Corporation is JUAN C. RESTREPO, M.D., P.A.

The name and address of the registered agent and office is: STEVEN A. BELSON, ESQ.,  
2500 North Military Trail, Suite 463, Boca Raton, FL 33431.

Having been named as registered agent and to accept service of process for the above-named corporation at the place designated in this certificate, I hereby accept the appointment as registered agent and agree to act in this capacity. I further agree to comply with the provisions of all statutes relating to the proper and complete performance of my duties, and I am familiar with and accept the obligations of my position as registered agent.

Dated: August 27, 2004.

  
\_\_\_\_\_  
STEVEN A. BELSON, ESQ.  
Registered Agent

H04000176332 3