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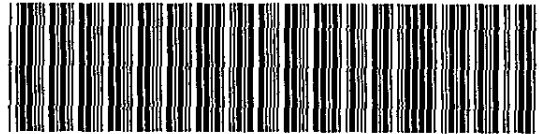
(Business Entity Name)

(Document Number)

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA
04 AUG 25 AM 10:18

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FLORIDA DEPARTMENT OF STATE

Glenda E. Hood
Secretary of State

September 1, 2004

DIANA M. BEASLEY
BROOKER & ROONEY, P.A.
2145 - 14TH AVE., 2ND FLOOR, STE. 20-A
VERO BEACH, FL 32960-4414

SUBJECT: INDIAN RIVER ASSISTING SERVICES, P.A.
Ref. Number: W04000031512

We have received your document for INDIAN RIVER ASSISTING SERVICES, P.A. and your check(s) totaling \$70.00. However, the enclosed document has not been filed and is being returned for the following correction(s):

You failed to make the correction(s) requested in our previous letter.

You must state a specific purpose rather than a general purpose.

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) 245-6919.

Beth Register
Document Specialist Supervisor
New Filings Section

Letter Number: 404A00053058

04 AUG 26 AM 10:18

**ARTICLES OF INCORPORATION
OF
INDIAN RIVER ASSISTING SERVICES, P.A.**

ARTICLE I NAME

The name of this corporation is INDIAN RIVER ASSISTING SERVICES, P.A.

ARTICLE II DURATION

This corporation shall have perpetual existence commencing on the 26th day of August 2004.

ARTICLE III PURPOSE

This corporation is organized for the purpose of transacting any and all lawful business as a professional association providing services to assist physicians by certified physician assistants.

ARTICLE IV CAPITAL STOCK

This corporation is initially authorized to issue 100 shares of One Dollar (\$1.00) par value common stock that shall be designated as "Common Shares."

ARTICLE V PRE-EMPTIVE RIGHTS

Every shareholder, upon the sale for cash of any new stock of this corporation, shall have the right to purchase his pro-rata share thereof (as nearly as may be done without issuance of fractional shares) at the price at which it is offered to others.

ARTICLE VI INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial registered office of this corporation is 2145 - 14th Avenue, Suite 20-A, Second Floor, Courthouse Executive Center, Vero Beach, Florida 32960, and the name of the initial registered agent of this corporation at that address is ELIZABETH STEWART BROOKER.

ARTICLE VII INITIAL BOARD OF DIRECTORS

This corporation shall have one (1) director constituting the initial Board of Directors. The number of directors may be either increased or decreased from time to

time by the bylaws, however, there shall never be less than one (1) Director. The name and address of the initial Board of Directors of INDIAN RIVER ASSISTING SERVICES, P.A. is:

Elizabeth Stewart Brooker
Courthouse Executive Center
2145 - 14th Avenue
Second Floor, Suite 20-A
Vero Beach, FL 32960

ARTICLE VIII INCORPORATOR

The name and address of the Incorporator signing these articles is: ELIZABETH STEWART BROOKER, Courthouse Executive Center, 2145 - 14th Avenue, Second Floor, Suite 20-A, Vero Beach, FL 32960.

ARTICLE IX INDEMNIFICATION

The corporation shall indemnify any Officer or Director or any former officer or director, to the full extent permitted by law.

ARTICLE X AMENDMENT

This corporation reserves the right to amend or repeal any provision contained in these Articles of Incorporation, or any amendment hereto, by a majority vote of the Board of Directors, and any right conferred upon the shareholders is subject to this reservation.

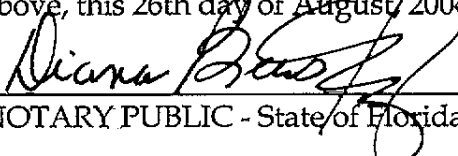
IN WITNESS WHEREOF, the undersigned Incorporator has executed these Articles of Incorporation on the 26th day of August, 2004.


ELIZABETH STEWART BROOKER

STATE OF FLORIDA
COUNTY OF INDIAN RIVER

BEFORE ME, a Notary Public authorized to take acknowledgments in the State and County set forth above, personally appeared ELIZABETH STEWART BROOKER, known to be and known by me to be the person who executed the foregoing Articles of Incorporation, and she acknowledged before me that she executed those Articles of Incorporation.

IN WITNESS WHEREOF, I have set my hand and seal in the State and County
above, this 26th day of August, 2004.



NOTARY PUBLIC - State of Florida at Large

My commission expires:



Diana Beasley
Commission #DD230457
Expires: Aug 19, 2007
Bonded Thru
Atlantic Bonding Co., Inc.

**CERTIFICATE DESIGNATING REGISTERED AGENT AND
PLACE OF BUSINESS OR DOMICILE FOR THE SERVICE OF
PROCESS WITHIN FLORIDA, AND ACCEPTANCE OF AGENT
UPON WHOM PROCESS MAY BE SERVED**

In compliance with Sections 48.091 and 607.034, Florida Statutes, the following is submitted:

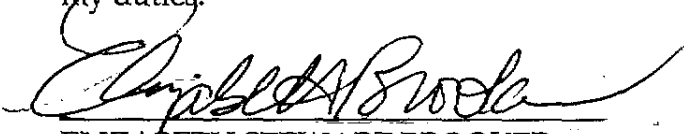
FIRST that INDIAN RIVER ASSISTING SERVICES, P.A., desiring to organize or qualify under the laws of the State of Florida, with its principal place of business at Courthouse Executive Center, 2145 - 14th Avenue, Second Floor, Suite 20-A, Vero Beach, FL 32960 has named ELIZABETH STEWART BROOKER, located at Courthouse Executive Center, 2145 14th Avenue, Second Floor, Suite 20-A, Vero Beach, Florida 32960, as its agent to accept service of process within Florida.

Dated: August 10, 2004



ELIZABETH STEWART BROOKER
Incorporator

Having been named to accept service of process for the above named corporation, at the place designated in this certificate, I hereby agree to act in this capacity, and I further agree to comply with the provisions of all statutes relative to the proper performance of my duties.



ELIZABETH STEWART BROOKER
Resident Agent

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA
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