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FLORIDA PROFIT CORPORATION OR P.A.

C. LANCE KANE, M.D., P.A.

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ARTICLES OF INCORPORATION
OF
C. LANCE KANE, M.D., P.A.

The undersigned incorporator hereby executes and acknowledges these Articles of Incorporation for the purpose of forming a professional corporation for profit in accordance with the laws of the State of Florida.

ARTICLE I.

Name

The name of this corporation shall be:

C. LANCE KANE, M.D., P.A.

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ARTICLE II.

Principal Office and Mailing Address

The address of the principal office and the mailing address shall be:

505 West DeLeon Street
Suite 8
Tampa, Florida 33606

ARTICLE III.

Business and Purposes

The general nature of the business to be transacted by this corporation, or the objects or purposes of the corporation, shall be as follows:

(a) to engage solely and specifically in the business of carrying on the practice of medicine and the provision of related healthcare services, through licensed medical professionals employed by it, and to employ such non-licensed personnel as may be appropriate to facilitate the provision of health care services;

(b) to contract with one or more parties to manage all or a portion of its medical practice;

(c) to invest in real estate, mortgages, stocks, bonds or any other type of investments;

(d) to own or lease real and personal property necessary for the rendering of the above professional services;

(e) to borrow money and contract debts when necessary for the transaction of its business or for the exercise of its corporate rights, privileges or franchises, or for other lawful purposes; to issue promissory notes and other obligations and evidences of indebtedness payable at a specified time or times and secured by mortgages or otherwise; and

(f) in general, to have and exercise all powers conferred by the laws of Florida upon professional corporations, and to do any and all things hereinabove set forth to the same extent as a natural person might or could do.

ARTICLE IV.

Capital Stock

(a) The aggregate number of shares of capital stock authorized to be issued by this corporation shall be 10,000 shares of common stock with a par value of $1.00 per share. Each share of stock shall entitle the holder thereof to one vote at every annual or special meeting of the stockholders of this corporation. This corporation may not issue shares of capital stock without the approval of its Board of Directors, and the consideration for the issuance of the shares of capital stock may be paid, in whole or in part, in cash, in other property (tangible or intangible), in labor or services actually performed for this corporation, in promises to perform services in the future evidenced by a written contract, or in other benefits to this corporation at a fair valuation to be fixed by the Board of Directors. When issued, all shares of stock shall be fully paid and nonassessable.

(b) Each stockholder must be duly licensed or otherwise legally authorized to practice medicine in the State of Florida.

(c) In the election of directors of this corporation, there shall be no cumulative voting of the stock entitled to vote at such election.

ARTICLE V.

Existence of Corporation

This corporation shall have perpetual existence.

ARTICLE VI.

Registered Office and Registered Agent

The initial registered office of this corporation shall be located at 505 West De Leon Street, Suite 8, Tampa, Florida 33606, and the initial registered agent of this corporation at such office shall be C. Lance Kane. This corporation shall have the right to change such registered office and such registered agent from time to time, as provided by law.

ARTICLE VII.

Board of Directors

The Board of Directors of this corporation shall consist of at least one (1) member, the exact number of directors to be fixed from time to time by the stockholders or the bylaws. The business and affairs of this corporation shall be managed by the Board of Directors, which may exercise all such powers of this corporation and do all such lawful acts and things as are not by law directed or required to be exercised or done only by the stockholders. A quorum for the transaction of business at meetings of the directors shall be a majority of the number of directors determined from time to time to comprise the Board of Directors, and the act of a majority of the directors at a meeting at which a quorum is present shall be the act of the directors, subject to any special voting requirements as may be specified in the bylaws or a stockholders' agreement. Subject to the bylaws of this corporation, meetings of the directors may be held within or without the State of Florida. Directors need not be stockholders, but each director must be an individual who is duly licensed or otherwise legally authorized to practice medicine in the State of Florida. The stockholders of this corporation may remove any director from office at any time with or without cause in accordance with the provisions of the bylaws.

ARTICLE VIII.

Initial Board of Directors

The initial Board of Directors of this corporation shall consist of the following member, such member to hold office until his successor has been duly elected and qualifies. The name and street address of the initial director are:

Name	Address
C. Lance Kane	505 West De Leon Street Suite 8 Tampa, Florida 33606

ARTICLE IX.

Incorporator

The name and street address of the incorporator making these Articles of Incorporation are:

Name	Address
C. Lance Kane	505 West De Leon Street Suite 8 Tampa, Florida 33606

ARTICLE X.

Bylaws

(a) The power to adopt the bylaws of this corporation, to alter, amend or repeal the bylaws, or to adopt new bylaws, shall be vested in the Board of Directors of this corporation; provided, however, that any bylaw or amendment thereto as adopted by the Board of Directors may be altered, amended or repealed by vote of the stockholders entitled to vote thereon, or a new bylaw in lieu thereof may be adopted by vote of the stockholders, and the stockholders may prescribe in any bylaw made by them that such bylaw shall not be altered, amended or repealed by the Board of Directors.

(b) The bylaws of this corporation shall be for the government of this corporation and may contain any provisions or requirements for the management or conduct of the affairs and business of this corporation, provided the same are not inconsistent with the provisions of these Articles of Incorporation, or contrary to the laws of the State of Florida or of the United States.

ARTICLE XI.

Amendment of Articles of Incorporation

This corporation reserves the right to amend, alter, change or repeal any provisions contained in these Articles of Incorporation in the manner now or hereafter prescribed by statute, and all rights conferred upon the stockholders herein are subject to this reservation.

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ARTICLE XII.

Affiliated Transactions

The provisions of Section 607.0901, Florida Statutes, relating to affiliated transactions, shall be inapplicable to this corporation.

IN WITNESS WHEREOF, the undersigned incorporator has executed these Articles for the uses and purposes therein stated.

C. Lance Kane, MD

C. LANCE KANE, M.D.

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C. LANCE KANE, M.D., P.A.

ACCEPTANCE OF SERVICE AS REGISTERED AGENT

The undersigned having been named as registered agent to accept service of process for the above-named corporation, at the registered office designated in the Articles of Incorporation, hereby agrees and consents to act in that capacity. The undersigned is familiar with and accepts the duties and obligations of Section 607.0505, Florida Statutes.

DATED this 29th day of March, 2005.

C. Lance Kane, MD

C. LANCE KANE, M.D.

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05 MAR 31 AM 9:26
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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