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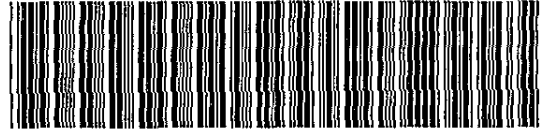
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5/27/05  
Sd

DAVID B. PLEAT\*  
AMY A. PERRY\*\* †

CHRISTOPHER H. McELROY  
WM. J. "WEST" RITCHIE  
SARAH R. HAMILTON

\*Also Admitted In D.C. & MD.

\*\*Also Admitted In GA.

† Supreme Court Certified Mediator



PLEAT & PERRY, P.A.  
• ATTORNEYS AT LAW •

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May 19, 2005

Florida Department of State  
Division of Corporations  
Post Office Box 6327  
Tallahassee, FL 32314

RE: Certificate of Domestication and Articles  
of Incorporation of Steven F. Weiner, M.D., P.A.

Dear Sir or Madam:

Enclosed are the original Certificate of Domestication and Articles of Incorporation of Steven F. Weiner, M.D., P.A. and our firm Check No. 6765 in the amount of \$128.75 to cover the costs of filing the Certificate of Domestication and Articles of Incorporation.

Please feel free to call me if you have any questions.

Very truly yours,

Amy A. Perry

AAP/kmb  
Enclosures

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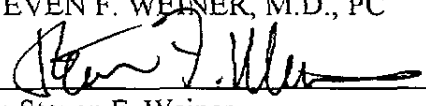
### CERTIFICATE OF DOMESTICATION

The undersigned, STEVEN F. WEINER, Chief Executive Officer and Secretary, of STEVEN F. WEINER, M.D., PC, a foreign corporation, in accordance with Florida Statutes §607.1801, does hereby certify the following:

1. The date on which the corporation, STEVEN F. WEINER, M.D., was first formed was October 22, 2001;
2. The jurisdiction where the above named corporation was first formed, incorporated or otherwise came into being was Thomas County, Georgia;
3. The name of the corporation immediately prior to the filing of this Certificate of Domestication was STEVEN F. WEINER, M.D., PC;
4. The name of the corporation, as set forth in its Articles of Incorporation, to be filed pursuant to Florida Statutes §607.0202 and 607.0401 with this certificate is STEVEN F. WEINER, M.D., PA;
5. The jurisdiction that constituted the seat, siege social, or principal place of business or central administration of the corporation, or any other equivalent jurisdiction under applicable law, immediately before the filing of the Certificate of Domestication was Thomas County, Georgia; and
6. Attached are Florida Articles of Incorporation to complete the domestication requirements pursuant to Florida Statutes §607.1801.

I am authorized to sign this Certificate of Domestication on behalf of the corporation and have done so this 19 day of May, 2005.

STEVEN F. WEINER, M.D., PC

  
By: Steven F. Weiner  
Its: CEO and Secretary

**ARTICLES OF INCORPORATION**  
**OF**  
**STEVEN F. WEINER, M.D., P.A.**

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TALLAHASSEE, FLORIDA

The undersigned, for the purposes of forming a corporation under the Florida General Corporation Act and providing for the formation, rights, and privileges of corporations for profit hereby adopts the following Articles of Incorporation for such corporation;

**ARTICLE I - NAME**

The name of the corporation shall be **STEVEN F. WEINER, M.D., P.A.** and its principal place of business shall be in Walton County, Florida, but it shall have the power and authority to establish branch offices at such places as may be designated by the Board of Directors.

**ARTICLE II - DURATION**

The period of duration for this Corporation is perpetual.

**ARTICLE III - PURPOSE**

The purpose of the Corporation is to engage in the practice of Otorhinolaryngology as permitted under the laws of the United States and the State of Florida; provided, however, nothing herein shall be interpreted to prohibit investment of corporate funds in real estate, mortgages, stocks, bonds, or any other type of investments or owning real and personal property necessary for the rendering of professional services.

**ARTICLE IV - CAPITAL STRUCTURE**

The corporation shall have authority to issue one hundred (100) shares of common stock, all of one class, one dollar (\$1.00) par value per share.

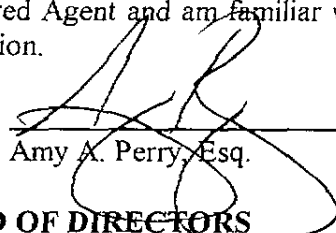
**ARTICLE V - PRINCIPAL OFFICE**

The principal office of this Corporation shall be located at 82 South Barrett Square, 2E Mercado, Rosemary Beach, Florida 32461. The mailing address of said principal office of the Corporation shall be Post Office Box 611479, Rosemary Beach, FL 32461.

**ARTICLE VI - INITIAL REGISTERED OFFICE**

The street address of the initial Registered Office is 4477 Legendary Drive, Suite 202, Destin, Florida 32541, and the name of the initial Registered Agent at said address is Amy A. Perry, Esq.

I hereby accept the appointment as Registered Agent and am familiar with the duties and responsibilities as Registered Agent of said corporation.

  
Amy A. Perry, Esq.

#### ARTICLE VII - BOARD OF DIRECTORS

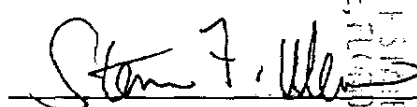
The business of the Corporation shall be conducted by a Board of Directors, subject to the By-Laws of the Corporation. The number of directors may either be increased or diminished from time to time by the By-Laws, but shall never be less than one (1). The name and address of the initial Director of the Corporation who shall hold office for the first year of incorporation, or until successors are elected or appointed is:

Steven F. Weiner  
P.O. Box 611479  
Rosemary Beach, FL 32461

#### ARTICLE VIII - INCORPORATOR

The name and address of the incorporator is:

Steven F. Weiner  
P.O. Box 611479  
Rosemary Beach, FL 32461


  
Steven F. Weiner, Incorporator

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05 MAY 24 AM 8:12  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

STATE OF FLORIDA  
COUNTY OF OKALOOSA

BEFORE ME the undersigned authority, personally appeared STEVEN F. WEINER who is to me personally known to be the person described in and who subscribed the above Articles of Incorporation, and who did freely and voluntarily acknowledge before me according to law that he made and subscribed the same for the uses and purposes therein mentioned and set forth.

IN WITNESS WHEREOF, I have hereunto set my hand and seal, at Destin in said County and State this 19 day of May, 2005.

  
Notary Public: Kellyanne M. Bartleson  
Notary Public, State of Florida  
My Commission Expires:

