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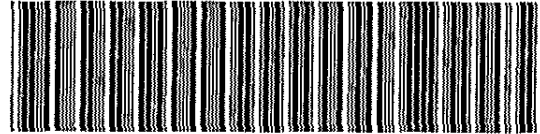
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SECRETARY OF STATE  
DIVISION OF CORPORATIONS

J. Shivers JUN 20 2005

Eric S. Fishman, M.D.  
215 Grand Pointe Drive  
Palm Beach Gardens, Florida 33418  
Phone 561.775.1950  
Fax 561.799.0525

By Federal Express

June 17, 2005

Department of State  
Division of Corporations  
409 East Gaines Street  
Tallahassee, Florida 32399

Re: Articles of Incorporation for Eric Fishman, M.D., P.A.

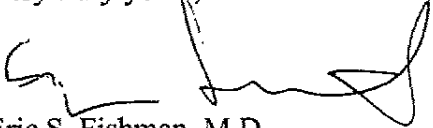
Dear Department of State,

Please find and accept the enclosed original Articles of Incorporation for the above referenced professional service corporation. Also enclosed is a check in the amount of \$87.50 a payment of the filing fee, designation of registered agent fee, certified copy fee and certificate of status fee.

Kindly send the certified copy of the filed Articles of Incorporation to me at the letterhead address.

Thank you for your assistance.

Very truly yours,

 M.D.  
Eric S. Fishman, M.D.

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ARTICLES OF INCORPORATION  
OF  
ERIC FISHMAN, M.D., P.A.

The undersigned subscriber to these Articles of Incorporation, duly licensed to practice medicine under the laws of the State of Florida, adopts these articles to form a corporation under the Professional Service Corporation Act, F.S. Chapter 621, and other laws of the State of Florida.

ARTICLE I. NAME

The name of the professional service corporation is:

Eric Fishman, M.D., P.A..

ARTICLE II. PLACE OF BUSINESS

The principal place of business and mailing address of the professional association is:

Eric Fishman, M.D., P.A.  
1411 North Flagler Drive  
Suite 8750  
West Palm Beach, Florida 33401

ARTICLE III. PURPOSE

The professional service corporation is formed to engage in every phase and aspect of the practice of medicine and surgery. In addition, the corporation may invest the funds of the professional service corporation in real estate, mortgages, stocks, bonds or any other type of investment, and own real estate and personal property necessary for the rendering of professional services.

ARTICLE IV. SHARES OF CAPITAL STOCK

The capital stock of the professional service corporation shall be one thousand (1,000) shares of common stock having a par value of one dollar (\$1.00).

None of the shares of the professional service corporation may be issued to anyone other than an individual duly licensed to practice medicine in the State of Florida.

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#### ARTICLE V. BOARD OF DIRECTORS

The business of the professional service corporation shall be managed by its board of directors.

The initial board of directors shall consist of one (1) member. The name and address of the member of the first board of directors is:

Eric Fishman, M.D.  
1411 North Flagler Drive  
Suite 8750  
West Palm Beach, Florida 33401

#### ARTICLE VI. REGISTERED OFFICE AND AGENT

The address of the initial registered office of this professional service corporation is:

1411 North Flagler Drive  
Suite 8750  
West Palm Beach, Florida 33401.

The name of the initial registered agent at that address is:

Eric Fishman, M.D..

#### ARTICLE VII. SUBSCRIBER/INCORPORATOR

The name and address of the person signing these Articles of Incorporation as subscriber/incorporator is:

Eric Fishman, M.D.  
1411 North Flagler Drive  
Suite 8750  
West Palm Beach, Florida 33401

#### ARTICLE VIII. EFFECTIVE DATE

The effective date of incorporation shall be June 17, 2005.

#### ARTICLE IX. TERM OF EXISTENCE

The professional service corporation shall have perpetual existence commencing on the date these Articles of Incorporation are filed with the Department of State of Florida.

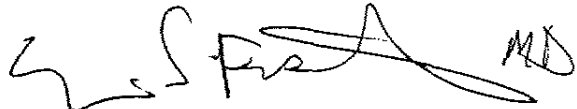
#### ARTICLE X. RESTRAINT ON ALIENATION OF SHARES

The shareholders of the professional service corporation shall have the power to include in the bylaws, adopted by a majority of the shareholders of the professional service corporation, any regulatory or restrictive provisions regarding the proposed sale, transfer or other disposition of any of the outstanding stock of the professional service corporation by any of its shareholders, or in the event of the death of any of its shareholders. The manner and form, as well as disposition, shall be determined by the shareholders of the professional service corporation; provided, however, that such regulatory or restrictive provisions shall not affect the rights of third parties without actual notice of the provisions unless the existence of the provisions is plainly noted on the certificate evidencing ownership of such stock. No shareholder of the professional service corporation may sell or transfer his stock in the corporation except to another individual who is eligible to be a shareholder of the professional service corporation, and the sale or transfer may be made only after it has been approved at a shareholder meeting especially called for that purpose.

#### ARTICLE XI. AMENDMENT

The corporation reserves the right to amend or repeal any provisions in these Articles of Incorporation in the manner provided by law. Any right conferred on the shareholders is subject to this reservation.

IN WITNESS WHEREOF, the undersigned subscriber/incorporator executed these Articles of Incorporation on June 17, 2005.

A handwritten signature in black ink, appearing to read "Eric Stuart Fishman" followed by a flourish and the initials "MD".

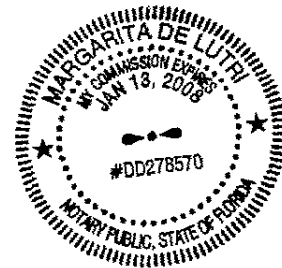
Eric Stuart Fishman, M.D.  
Subscriber/Incorporator

STATE OF FLORIDA  
COUNTY OF PALM BEACH

The foregoing Articles of Incorporation of Eric Fishman, M.D., P.A. were  
acknowledged before me on

Margarita de Lute 6/07/05  
Notary Public  
My Commission Expires


(SEAL)



ACCEPTANCE OF DESIGNATION  
AS REGISTERED AGENT OF  
ERIC FISHMAN, M.D., P.A.

Having been named as registered agent to accept service of process for the above stated corporation at the place designated in this certificate, I am familiar with and accept the appointment as registered agent agree to act in this capacity.

Dated: June 17, 2005

  
Eric Stuart Fishman, M.D.  
Registered Agent

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