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FLORIDA PROFIT CORPORATION OR P.A.

North Florida Medical Clinic, Inc.

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**ARTICLES OF INCORPORATION
OF
NORTH FLORIDA MEDICAL CLINIC, INC.**

The undersigned, for the purpose of forming a corporation for profit under the laws of the State of Florida, adopts the following Articles of Incorporation:

Article I

Name

Section 1.1 Name The name of this corporation shall be **NORTH FLORIDA MEDICAL CLINIC, INC.**

Article II

Principal Office and Mailing Address

Section 2.1 Principal Office and Mailing Address The principal place of business and mailing address of this corporation shall be 1361 13th Avenue South, Suite 150, Jacksonville Beach, Florida 32250.

Article III

Capital Stock

Section 3.1 Authorized Stock The maximum number of shares of capital stock that the corporation is authorized to have outstanding at any time shall be 10,000 shares of Common Stock having no par value per share. All stock issued shall be fully paid and non-assessable.

Article IV

Initial Registered Agent and Address

Section 4.1 Name and Address The name and street address of the initial registered agent of this corporation is:

Brennan, Manna & Diamond, P.L.
The SunTrust Building
76 S. Laura Street, Suite 2110
Jacksonville, Florida 32202

Article V

Incorporator

Section 5.1 Name and Address The name and street address of the incorporator of this corporation is:

Randal C. Fairbanks, Esq.
Brennan, Manna & Diamond, P.L.
The SunTrust Building
76 S. Laura Street, Suite 2110
Jacksonville, Florida 32202

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Article VI
Effective Date; Duration

Section 6.1 **Effective Date.** The corporation's corporate existence shall commence on the date these Articles of Incorporation are filed with the Department of State of the State of Florida.

Section 6.2 **Duration.** This corporation shall exist perpetually.

Article VII
Purposes

Section 7.1 **Purposes.** The general nature of the business to be conducted by the corporation shall be to engage in any activity or business permitted under the laws of the United States of America and the State of Florida.

Article VIII
Directors

Section 8.1 **Number.** This corporation shall have one (1) director initially. The number of directors may be increased or diminished from time to time, but shall never be less than one (1).

Article IX
Bylaws

Section 9.1 **Bylaws.** The initial Bylaws of this corporation shall be adopted by the director. Additional Bylaws shall be adopted, altered, amended or repealed from time to time by either the shareholder(s) or the board of directors.

Article X
Amendment

Section 10.1 **Amendment.** This corporation reserves the right to amend or repeal any provision contained in these Articles of Incorporation, and any right conferred upon the shareholder(s) is subject to this reservation.

IN WITNESS WHEREOF, the incorporator has executed these Articles of Incorporation this 29th day of June, 2005.


RANDAL C. FAIRBANKS

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ACCEPTANCE OF REGISTERED AGENT

Having been named in the foregoing Articles of Incorporation to accept service of process for the above stated corporation at the place designated therein, and being familiar with the duties and responsibilities as registered agent for said corporation, the below listed entity hereby agrees to act in this capacity and to comply with the provisions of the Florida Business Corporation Act.

DATED this 29th day of June, 2005.

BRENNAN, MANNA & DIAMOND, P.L.


RANDAL C. FAIRBANKS
Member

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