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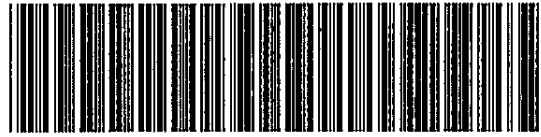
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José A. Santos, Jr.
tsantos@santosstokes.com

August 29, 2005

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

Re: Carmen A. Molina, M.D., P.A.

Dear Sirs:

Enclosed please find two (2) duplicate originals of the Articles of Incorporation of Carmen A. Molina, M.D., P.A. for filing with the Division of Corporations. Also enclosed is our firm's check in the amount of \$78.75 representing the filing fee required by the Department. Please accept these articles for filing at your earliest convenience and return the duplicate original date stamped in the self-addressed, stamped envelope we have provided for your convenient use. Kindly contact the undersigned if there are any questions concerning this filing or if you require anything else.

Very truly yours,


José A. Santos, Jr.

JAS/mr
Enclosures

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

05 SEP -6 AM 3:00

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ARTICLES OF INCORPORATION

OF

CARMEN A. MOLINA, M.D., P.A.

ARTICLE I - NAME

The name of this Corporation is CARMEN A. MOLINA, M.D., P.A.

ARTICLE II - ADDRESS

This address of the principal office and mailing address of this Corporation is 625 East 49th Street, Hialeah, Florida 33013.

ARTICLE III - DURATION

The Corporation shall have perpetual existence.

ARTICLE IV - PURPOSE

This Corporation is organized pursuant to Chapter 621, Florida Statutes, for the purpose of the practice of medicine and transacting any or all lawful business related thereto as permitted under the laws of the United States and of the State of Florida.

ARTICLE V - CAPITAL STOCK

The aggregate number of shares which the Corporation shall have the authority to issue shall be 1,000 shares of ONE DOLLAR (\$1.00) par value voting common stock.

SECRETARY OF STATE
TAMM HARRIS
05 SEP -6 AM 3:01

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ARTICLE VI – INITIAL REGISTERED OFFICE AND AGENT


The street address of the initial registered office of this Corporation is 625 East 49th Street, Hialeah, Florida 33013, and the name of the registered agent of this Corporation at that address is Carmen A. Molina.

ARTICLE VII – BOARD OF DIRECTORS

This Corporation shall have ONE (1) director initially. The number of directors may be either 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 this Corporation is:

CARMEN A. MOLINA, M.D.
625 East 49th Street
Hialeah, Florida 33013

IN WITNESS WHEREOF, the undersigned has executed these Amended and Restated Articles of Incorporation this as of the 29th day of April, 2005.



Carmen A. Molina, M.D.

CERTIFICATE OF REGISTERED AGENT

OF

CARMEN A. MOLINA, M.D., P.A.

Pursuant to the provisions of Section 607.325 of the Florida Statutes, the undersigned corporation, organized under the laws of the State of Florida, submits the following statement in designating the registered office and registered agent in the State of Florida:

1. The name of the Corporation is CARMEN A. MOLINA, M.D., P.A.
2. The name and address of the registered agent and office is:

Carmen A. Molina
625 East 49th Street
Hialeah, Florida 33013

CARMEN A. MOLINA, M.D., P.A.

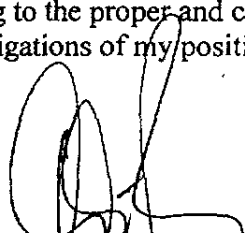
By: 
Carmen A. Molina, Incorporator

SECRETARY OF STATE
STATE OF FLORIDA

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Having been named as registered agent and to accept service of process for CARMEN A. MOLINA, M.D., P.A. at the place designated in this certificate, I hereby accept this appointment as registered agent and agree to act in this capacity. I further agree to comply with the provisions of all statutes relating to the proper and complete performance of my duties, and I accept the duties and obligations of my position as registered agent.


Carmen A. Molina
Date: April 21st, 2005