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FLORIDA PROFIT CORPORATION OR P.A.

Tony Friedman, M.D., P.A.

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FLORIDA DEPARTMENT OF STATE Glenda E. Hood Secretary of State

October 5, 2005

THE LAW OFFICES OF MAX A ADAMS, ESQ

SUBJECT: TONY FRIEDMAN, M.D., P.A.

REF: W05000045958

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We received your electronically transmitted document. However, the document has not been filed. Please make the following corrections and refax the complete document, including the electronic filing cover sheet.

The person designated as incorporator in the document and the person signing as incorporator must be the same.

An effective date may be added to the Articles of Incorporation if a 2006 date is needed, otherwise the date of receipt will be the file date. A separate article must be added to the Articles of Incorporation for the effective date.

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Tammy Hampton Document Specialist New Filings Section FAX Aud. #: H05000235172 Letter Number: 005A00060505

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Articles of Incorporation of

TONY FRIEDMAN, M.D., P.A.

The undersigned person, acting as incorporator for the purpose of forming a stock business corporation under the laws of the State of FLORIDA, adopts the following Articles of Incorporation:

Article 1.

The name and principal office address of the corporation is: TONY FRIEDMAN, M.D., P.A. 247 PALM AVENUE, MIAMI BEACH, FLORIDA 33139

Article 2.

Statement of Purpose:

The purpose for which this corporation is organized is to engage in the lawful practice of medicine under the laws of the State of Florida.

Article 3.

The duration of this corporation shall be perpetual.

Article 4. The total amount of initial capitalization of this corporation is \$1,000.

<u>Article 5.</u>

The total number of shares of common capital stock that this corporation is authorized to issue is 1,000.

<u>Article 6.</u>

This stock shall have \$1.00 value.

Article 7.

The initial registered agent of this corporation is:

ANTONY FRIEDMAN

By his or her signature at the end of this document, this person acknowledges acceptance of the responsibilities as registered agent of this corporation.

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Article 8.

The initial address of the office of the registered agent of this corporation is: 247 PALM AVENUE, MIAMI BEACH, FLORIDA 33139

Article 9.

The name, address, and age of the incorporator of this corporation is: ANTONY FRIEDMAN(name), 247 PALM AVENUE, MIAMI BEACH, FLORIDA 33139 (address), and 36 (age).

<u>Article 10.</u>

The number of directors of this corporation is 1 (ONE).

Article 11.

The names and addresses of the initial directors of this corporation are as follows:

Name

Address

ANTONY FRIEDMAN

247 PALM AVENUE, MIAMI BEACH,

FLORIDA 33139

Article 12.

This corporation shall have preemptive rights for all shareholders.

Article 13.

The following are preferences and limitations on the common stock of this corporation:

Article 14.

This corporation adopts the following additional articles:

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I certify that all of the facts stated in these Articles of Incorporation are true and correct and are made for the purpose of forming a business corporation under the laws of the State of FLORIDA.

Dated: October 2, 2005

The undersigned authorized representative of an incorporator executed these Articles of Incorporation on 10/02/2005.

THE LAW OFFICES OF MAX A. ADAMS, ESQ. BY MAX A. ADAMS, ESQ., AS ATTORNEY-IN-FACT

I acknowledge my appointment as registered agent of this corporation and accept the appointment.

ANTONY FRIEDMAN

BY MAX A. ADAMS, ESQ. AS ATTORNEY-IN-FACT

Date: October 2, 2005