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(Requestor's Name)

(Address)

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(City/State/Zip/Phone #)

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(Business Entity Name)

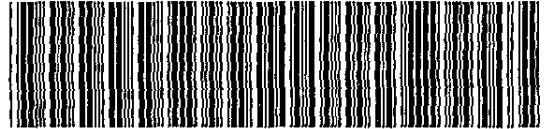
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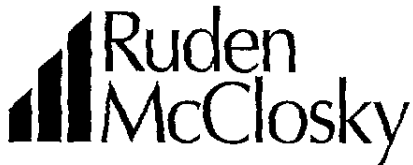
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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

2006 APR 27 PM 1:59

FILED

T. Hampton APR 28 2006



701 BRICKELL AVENUE
SUITE 1900
MIAMI, FLORIDA 33131

(305) 789-2772
FAX: (305) 537-3972
BRENT.KLEIN@RUDEN.COM

April 26, 2006

Via Federal Express

Secretary of State
Division of Corporations
Clifton Building
2661 Executive Center Circle
Tallahassee, Florida 32301

Re: Articles of Incorporation
Physician Laser Therapeutics, Inc.

Gentlemen:

Enclosed are two (2) copies of Articles of Incorporation of Physician Laser Therapeutics, Inc., along with a check in the amount of \$78.75. Please return a certified copy to the undersigned.

If there are any questions, please call.

Very truly yours,


Brent D. Klein

BDK/yr

Enclosures

MIA:315136:1

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2006 APR 27 PM 1:59

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

**ARTICLES OF INCORPORATION
OF
PHYSICIAN LASER THERAPEUTICS, INC.**

The undersigned, for the purpose of forming a corporation under the Florida Business Corporation Act, adopts the following Articles of Incorporation:

ARTICLE I

NAME

The name of the corporation is Physician Laser Therapeutics, Inc. and its address is 9200 Sunset Drive, Building No. 4, Miami, Florida 33173.

ARTICLE II

DURATION

The duration of the corporation is perpetual.

ARTICLE III

PURPOSE

The general purposes for which the corporation is organized are:

(1) To transact any lawful business for which corporations may be incorporated under the Florida Business Corporation Act.

(2) To do such other things as are incidental to the foregoing or necessary or desirable in order to accomplish the foregoing.

ARTICLE IV

AUTHORIZED SHARES

The aggregate number of shares which the corporation is authorized to issue is 5000 shares, with a par value of \$1.00 per share.

ARTICLE V

REGISTERED OFFICE AND AGENT

The street address of the initial registered office of the corporation is Suite 1900, 701 Brickell Avenue, Miami, Florida 33131 and the name of its initial registered agent at such address is Brent D. Klein.

ARTICLE VI

DIRECTORS

The number of directors constituting the board of directors of the corporation shall be determined in accordance with the By-Laws, but shall not be less than one. The number of directors constituting the initial board of directors is one (1). The name and address of the person who is to serve as the member of the initial board of directors are:

Julius A. Gasso
Building No. 4
9200 Sunset Drive
Miami, Florida 33173

ARTICLE VII

INCORPORATOR

The name and address of the incorporator are:


Brent D. Klein
Suite 1900
701 Brickell Avenue
Miami, Florida 33131

ARTICLE VIII

INDEMNIFICATION

The corporation shall indemnify each director, officer and shareholder of the corporation against any and all liability and expenses incurred by him in connection with or arising out of any action, suit or proceeding in which he may be involved, by reason of his being or having been an officer, director or shareholder of the corporation to the full extent permitted by the laws of the State of Florida.


Executed by the undersigned on the 24th day of April, 2006.



Brent D. Klein

Acknowledgment of Appointment by Registered Agent

Having been named the registered agent for the above corporation at the place designated in the foregoing Articles of Incorporation, I hereby accept the same and agree to act in this capacity, and agree to comply with the provisions of Florida law relative to keeping the registered office open.



Brent D. Klein
Registered Agent