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Richard A. Filson
Susan Penge Filson

May 18, 2006

Department of State
Division of Corporations
P.O. Box 6327
Tallahassee, Florida 32314

Re: JOHN J. ALTIERI, M.D., P.A., A FLORIDA CORPORATION

Dear Sir/Madam:

Enclosed are an original and one (1) copy of the Articles of Incorporation and a check for \$87.50 (Filing Fee, Certified Copy and Certificate of Status)

Thank you for you attention to the above.

Richard A Filson, Esq. Filson & Penge, P.A. 2727 South Tamiami Trail, Ste. 2

Sarasota, Florida 34293

941-952-0771

RAF/ml Enclosures

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SECRETARY OF STATE
ARTICLES OF INCORPORATION TALLAHASSEE FLORIDA
OF
JOHN J. ALTIERI, M.D., P.A.
A FLORIDA CORPORATION

We, the undersigned, in compliance with Chapter 607 of the Florida Statutes, submit the following ARTICLES OF INCORPORATION for the purpose of forming a corporation for profit under the laws of the State of Florida.

<u>ARTICLE I</u>

The name of this corporation is JOHN J. ALTIERI, M.D., P.A.

ARTICLE II

The principal place of business and mailing address of this corporation is 3050 Bee Ridge Road, Suite B, Sarasota, Florida.

ARTICLE III

The general purpose of this corporation is to engage in the provision of medical services, and to transact any or all lawful business for which corporations may be incorporated under Chapter 607 of the Florida Statutes.

ARTICLE IV

This corporation shall exist perpetually, and shall commence upon the filing of these ARTICLES OF INCORPORATION by the Department of State of the State of Florida.

ARTICLE V

The number of shares of stock that this corporation is authorized to have is 10,000 shares. Any and all such shares shall be in the form of common stock.

ARTICLE VI

The initial Officers of the Corporation, along with their names, addresses and titles are as follows:

John J. Altieri President/Secretary/Treasurer 1990 Main Street Sarasota, Florida 34236

ARTICLE VII

The initial Directors of the Corporation, along with their names and addresses are as follows:

John J. Altieri 1990 Main Street Sarasota, Florida 34236

ARTICLE VIII

The Registered Agent and of the corporation is Richard A. Filson, Esq. The Florida street address of said Registered Agent is 2727 South Tamiami Trail, Suite 2, Sarasota, Florida 34239.

ARTICLE IX

The name and address of the Incorporator of this Corporation is John J. Altieri, 1990 Main Street, Sarasota, Florida 34236.

ARTICLE X

This corporation shall have all of the powers conferred upon corporations for profit as provided by general law, and as specifically set out in Chapter 607 of the Florida Statutes.

ARTICLE XI

Each director, stockholder and officer, in consideration for his services, shall, in the absence of fraud, be indemnified, whether then in office or not, for the reasonable cost and expenses incurred by him in connection with the defense of, or for advice concerning any claim asserted or proceeding brought against him by reason of his being or having been a director, stockholder or officer of the corporation or of any subsidiary of the corporation, whether or not wholly owned, to the maximum extent permitted by law. The foregoing right of indemnification shall be inclusive of any other rights to which any director, stockholder or officer may be entitled as a matter of law.

ARTICLE XII

This corporation reserves the right to amend, alter, modify or repeal any provisions contained herein by a simple majority vote of all voting members of the corporation.

John/J. Altieri, Incorporator

ACKNOWLEDGMENT AND ACCEPTANCE OF REGISTERED AGENT

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 for JOHN J. ALTIERI, M.D., P.A.., and agree to act in this capacity.

Dated this 18th day of May, 2006.

Richard A. Filson, Registered Agent

John J. Altieri, Incorporato

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SECRETARY OF STATE