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 Capital Connection  
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 P. 177  
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DEPARTMENT OF STATE  
 TALLAHASSEE, FLORIDA  
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**FLORIDA PROFIT/NON PROFIT CORPORATION**  
**ABRAHAM WAGNER DPA PA**

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Capital Connection

ARTICLES OF INCORPORATION  
FOR PROFESSIONAL CORPORATION  
ABRAHAM WAGNER, DPM, P.A.

SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

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The undersigned natural person, competent and licensed as a Doctor of Podiatric Medicine in the State of Florida, acting hereby as Incorporator for the purpose of forming a Professional Service Corporation for profit under the provisions of Section 607, Florida General Corporation Act, and Section 621, Florida Professional Service Corporation Act, of the Florida Statutes, does hereby adopt the following Articles of Incorporation:

ARTICLE I - NAME

The name of this Corporation is ABRAHAM WAGNER, DPM, P.A.

ARTICLE II - PURPOSE

The general nature and purposes of business to be transacted, promoted and carried on by the corporation are as follows:

- a. To engage in the profession of a licensed doctor of podiatric medicine.
- b. To engage and render the professional services involved only through its officers, agents and employees who shall be licensed Podiatrists in good standing and duly licensed or otherwise legally authorized within the State of Florida to render the same professional services as this Corporation.
- c. To engage in no other business other than the rendition of the professional services specified herein.
- d. To do everything necessary and proper in accomplishing the purposes herein set

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forth and to do anything incidental thereto which is not forbidden under the laws of the State of Florida.

ARTICLE III - DURATION

The Corporation shall have perpetual existence commencing on the dates these Articles of Incorporation are filed with the Florida Secretary of State's Office.

ARTICLE IV - CAPITAL STOCK

The Corporation is authorized to issue One Hundred (100) shares of One Dollar (\$1.00) par value common stock, which shall be designated as "Common Shares". Shares of the Corporation's stock and certificates shall be issued only to Podiatrists in good standing and duly licensed or otherwise legally authorized within the State of Florida to render the same professional services as this Corporation.

ARTICLE V - INITIAL CORPORATE OFFICE AND REGISTERED AGENT

The street address of the initial corporate office of the Corporation is 9500 S Dadeland Blvd # 700 Miami, FL 33156. The name and address of the initial registered agent for the Corporation is Abraham Wagner, 9500 S Dadeland Blvd # 700 Miami, FL 33156.

ARTICLE VI - BY-LAWS

The By-Laws of the Corporation may be adopted, altered, amended or repealed by either the Stockholders or Directors.

ARTICLE VII - INITIAL BOARD OF DIRECTORS

The Corporation shall have one (1) initial Director. The number of Directors may be 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 Director of this Corporation is:

<u>Name</u>	<u>Address</u>
Abraham Wagner, DPM	9500 S Dadeland Blvd # 700 Miami, FL 33156

ARTICLE VIII - OFFICERS

The officers of the Corporation are:

<u>Name</u>	<u>Office</u>
Abraham Wagner, DPM	President, Vice-President and Secretary/Treasurer

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ARTICLE IX - INDEMNIFICATION

The Corporation shall indemnify any Officer or Director/ or any former Officer or Director, to the full extent permitted by law.

ARTICLE X - PREEMPTIVE RIGHTS

Every Stockholder, upon the sale for cash of any new stock of the Corporation of the same kind, class or series as that which he already holds, shall have the right to purchase his pro-rata share thereof (as nearly as may be done without issuance of fractional shares) as the price at which it is offered to others.

ARTICLE XI - INCORPORATOR

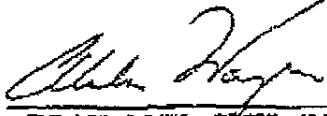
The name and address of the person signing these Articles of Incorporation is: Abraham Wagner, 9500 S Dadeland Blvd # 700 Miami, FL 33156.

ARTICLE XII - AMENDMENT

The Corporation reserves the right to amend or repeal any provisions contained in these Articles of Incorporation, in accordance with the provisions of the Florida General Corporation Act.

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IN WITNESS WHEREOF, the undersigned has executed these Articles of Incorporation,  
this 15 day of December, 2006.

  
ABRAHAM WAGNER, DPM  
(Incorporator)

STATE OF FLORIDA        )  
COUNTY OF MIAMI-DADE    )

Before me, a Notary Public authorized in the State and County set forth above, personally  
appeared ABRAHAM WAGNER, DPM, known to me and known by me to be the person, who,  
as Incorporator, executed the foregoing Articles of Incorporation of ABRAHAM WAGNER,  
DPM, P.A., and he acknowledged before me that he executed those Articles of Incorporation.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed my official seal, in  
the State and County aforesaid, this \_\_\_ day of December, 2006.

  
NOTARY PUBLIC, State of Florida

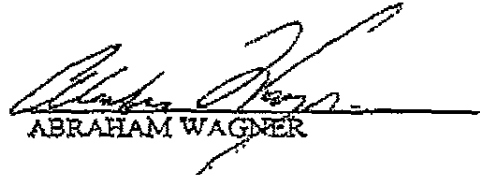
My Commission Expires:



ACCEPTANCE BY REGISTERED AGENT

HAVING BEEN NAMED TO ACCEPT SERVICE OF PROCESS FOR THE FOREGOING CORPORATION, AT THE PLACE DESIGNATED IN ARTICLE V OF THESE ARTICLES OF INCORPORATION, THE UNDERSIGNED HEREBY AGREES TO ACT IN THIS CAPACITY, AND FURTHER AGREES TO COMPLY WITH THE PROVISIONS OF ALL STATUTES RELATIVE TO THE PROPER AND COMPLETE DISCHARGE OF ITS DUTIES.

DATED THIS 15 DAY OF DECEMBER, 2006.

  
ABRAHAM WAGNER

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CLERK OF STATE  
TALLAHASSEE, FLORIDA

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