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SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

cf. 6-28



**SHEPPARD, BRETT, STEWART, HERSCH, KINSEY & HILL, P.A.**

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FIRM ESTABLISHED 1924**

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\* BOARD CERTIFIED. WILLS, TRUSTS & ESTATES  
^ CERTIFIED PUBLIC ACCOUNTANT (FL)  
+ ALSO ADMITTED IN IOWA

June 26, 2007

Department of State  
Division of Corporations  
Clifton Building  
2661 Executive Center Circle  
Tallahassee, FL 32301

Re: Associates in Neonatology, PA

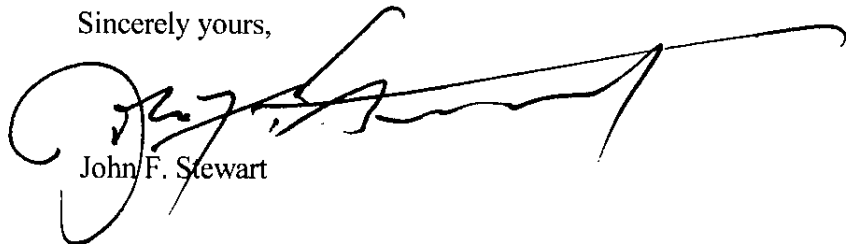
Dear Sirs:

Enclosed herewith are proposed Articles of Incorporation in reference to the captioned corporation. Also enclosed is our check in the amount of \$78.75 to cover the following:

Filing Fee	\$ 35.00
Certified Copy of Charter	\$ 8.75
Resident Agent Fee	<u>\$ 35.00</u>
	\$ 78.75

If the Articles of Incorporation meet with your approval, we will appreciate your executing and sending to the undersigned a Certificate of Incorporation.

Sincerely yours,



John F. Stewart

JFS: yp  
Enclsoures

ARTICLES OF INCORPORATION  
OF  
ASSOCIATES IN NEONATOLOGY, P.A.

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TALLAHASSEE, FLORIDA

The undersigned subscriber to these articles of incorporation, being duly licensed to practice medicine under the laws of the state of Florida, adopt these articles to form a corporation under the Professional Service Corporation and Limited Liability Company Act, F.S. Chapter 621, and other laws of the state of Florida.

ARTICLE I  
NAME

The name of the professional service corporation is ASSOCIATES IN NEONATOLOGY , P.A.

ARTICLE II  
PRINCIPAL OFFICE

The principal office and mailing address of this corporation is 9981 South HealthPark Drive, Fort Myers, Florida, 33908.

ARTICLE III  
PURPOSE

The professional service corporation is formed to engage in every phase and aspect of the practice of medicine in the specialty of neonatology. In addition, the corporation may invest the funds of the professional service corporation in real estate, mortgages, stocks, bonds, or any other type of investment, and own real and personal property necessary for the rendering of professional services.

ARTICLE IV  
TERM OF EXISTENCE

The professional service corporation shall have perpetual existence starting on the date these articles of incorporation are filed with the Florida Department of State.

ARTICLE V  
CAPITAL STOCK

The capital stock of the professional service corporation shall be Seven Thousand Five Hundred (7,500) shares of common stock of \$1.00 par value per share.

None of the shares of the professional service corporation may be issued to anyone other than an individual duly licensed to practice medicine in the state of Florida.

ARTICLE VI  
REGISTERED OFFICE AND AGENT

The address of the initial registered office of this professional service corporation is 9981 South HealthPark Drive, Fort Myers, Florida, 33908, Florida. The name of the initial registered agent at that address is Deogracias L. Caangay.

ARTICLE VII  
BOARD OF DIRECTORS

The business of the corporation shall be managed by its board of directors. The initial board of directors shall consist of four persons. The names of the members of the first board of directors are: Deogracias L. Caangay, Shahid Sultan, William Frank Liu and Mohamed M. Faisal. All directors and subscribers are duly licensed to practice medicine in Florida.

ARTICLE VIII  
SIGNER

The name and address of the person signing these Articles of Incorporation are:

<u>Name</u>	<u>Address</u>
Deogracias L. Caangay	3970 Hidden Acres Circle North Fort Myers, Florida 33903

ARTICLE IX  
SUBSCRIBERS

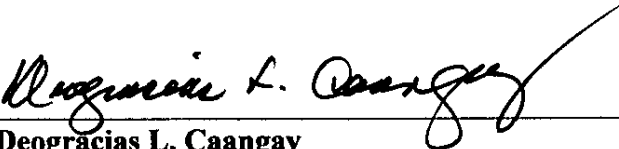
The names and address of the subscribers are:

<u>Name</u>	<u>Address</u>
Deogracias L. Caangay	3970 Hidden Acres Circle North Fort Myers, Florida 33903
Shahid Sultan	15761 Chatfield Dr. Fort Myers, Florida 33908
William Frank Liu	9009 Ligon Court Fort Myers, Florida 33908
Mohamed M. Faisal	28700 Altessa Way # 201 Bonita Springs, Florida 34135

ARTICLE X  
AMENDMENT

The corporation reserves the right to amend or repeal any provisions in these articles of incorporation in the manner provided by law. Any right conferred on the shareholders is subject to this reservation.

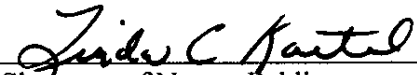
IN WITNESS WHEREOF, the undersigned subscriber executed these Articles of Incorporation on the 26<sup>th</sup> day of June, 2007.

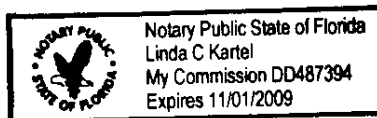
  
Deogracias L. Caangay

STATE OF FLORIDA  
COUNTY OF LEE

Execution of the foregoing instrument was acknowledged before me this 26 day of June, 2007, by Deogracias L. Caangay, who is (X) personally known to me or who has ( ) produced as identification.

(SEAL)

  
Signature of Notary Public  
LINDA KARTEL  
Printed Name of Notary Public

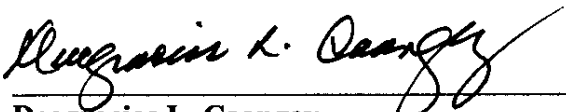


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ACCEPTANCE OF REGISTERED AGENT

Having been named as registered agent and to accept service of process for ASSOCIATES IN NEONATOLOGY, P.A., at the place designated herein, I hereby accept the 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 am familiar with and accept the obligations of my position as registered agent.

  
Deogracias L. Caangay

Date : 6/26/07