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Division of Corporations

FILE-FLANIGAN

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Division of Corporations
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From:

Account Name : MOYLE, FLANIGAN, KATZ, RAYMOND, WHITE & KRASKER, P.A.
Account Number : I200600000039
Phone : (561) 659-7500
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DIVISION OF CORPORATIONS

FLORIDA PROFIT/NON PROFIT CORPORATION

Royal Palm Pediatrics Corp.

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**ARTICLES OF INCORPORATION
OF
ROYAL PALM PEDIATRICS CORP.**

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NO. 8870 P. 2
2008 MAY 12 P 12:08
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The undersigned hereby establishes the following for the purpose of becoming a Corporation under the laws of the State of Florida, by and under the provisions of the Statutes of the State of Florida providing for the formation, liability, rights, privileges and immunities of a Corporation for profit.

ARTICLE I
Name of Corporation

The name of this Corporation shall be ROYAL PALM PEDIATRICS CORP. (the "Corporation").

ARTICLE II
Mailing Address and Principal Place of Business

The mailing address of the Corporation is 11903 Southern Blvd., Ste.118, Royal Palm Beach, FL 33411.

ARTICLE III
Purpose

This Corporation is organized for the following purposes:

- (a) To have and to exercise all the powers now or hereafter conferred by the laws of the State of Florida upon corporations organized pursuant to the laws under which the Corporation is organized and any and all acts amendatory thereof and supplemental thereto.
- (b) For the purpose of transacting any or all lawful business.
- (c) To do any and everything pertinent to the above.

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ARTICLE IV
Capital Stock

This Corporation is authorized to issue ten thousand (10,000) shares of One Cent (\$0.01) par value common stock.

ARTICLE V
Preemptive Rights

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

ARTICLE VI
Corporate Duration

This Corporation shall have perpetual duration unless sooner dissolved by law.

ARTICLE VII
Initial Registered Office and Agent

The street address of the initial registered office of this Corporation is 625 N. Flagler Drive, 9th Floor, West Palm Beach, Florida 33401, and the name of the initial registered agent of this Corporation is Martin V. Katz, Esquire.

ARTICLE VIII
Board of Directors

This Corporation shall have two (2) directors initially. The number of directors may either 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 initial directors of the Corporation are as follows:

Mohan Ramanathan

11903 Southern Blvd., Ste.118
Royal Palm Beach, FL 33411

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Gomathy Mohan

11903 Southern Blvd., Ste.118
Royal Palm Beach, FL 33411

ARTICLE IX

By-Laws

The power to adopt, alter, amend or repeal By-Laws shall be vested in the Board of Directors and the shareholders.

ARTICLE X

Indemnification

The Corporation shall indemnify any officer or director or any former officer or director, to the full extent permitted by law.

ARTICLE XI

Incorporator

The name and address of the person signing these Articles is as follows: Gomathy Mohan at 11903 Southern Blvd., Ste.118, Royal Palm Beach, FL 33411

IN WITNESS WHEREOF, the undersigned subscriber has executed these Articles of Incorporation this 12th day of May, 2008.

/s/ Gomathy Mohan

GOMATHY MOHAN, Incorporator

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CERTIFICATE DESIGNATING PLACE OF BUSINESS
OR DOMICILE FOR THE SERVICE OF PROCESS WITHIN FLORIDA,
NAMING AGENT UPON WHOM PROCESS MAY BE SERVED

IN COMPLIANCE WITH SECTION 48.091, FLORIDA STATUTES, THE FOLLOWING IS SUBMITTED:

THAT ROYAL PALM PEDIATRICS CORP., DESIRING TO ORGANIZE OR QUALIFY UNDER THE LAWS OF THE STATE OF FLORIDA, WITH ITS INITIAL PRINCIPAL OFFICES AT 11903 SOUTHERN BLVD., STE.118, ROYAL PALM BEACH, FL 33411, HAS NAMED MARTIN V. KATZ, ESQUIRE, LOCATED AT 625 N. FLAGLER DRIVE, 9TH FLOOR, WEST PALM BEACH, FLORIDA 33401, AS ITS AGENT TO ACCEPT SERVICE OF PROCESS WITHIN FLORIDA.

/s/ Gomathy Mohan

GOMATHY MOHAN, Incorporator

May 12, 2008

(Date)

HAVING BEEN NAMED AS REGISTERED AGENT TO ACCEPT SERVICE OF PROCESS FOR THE ABOVE STATED CORPORATION, AT THE PLACE DESIGNATED IN THIS CERTIFICATE, I HEREBY AGREE TO ACT IN THIS CAPACITY, AND I FURTHER AM FAMILIAR WITH AND AGREE TO COMPLY WITH THE PROVISIONS OF ALL STATUTES RELATIVE TO THE PROPER AND COMPLETE PERFORMANCE OF MY DUTIES, INCLUDING THE PROVISIONS OF SECTION 607.0505, FLORIDA STATUTES.

/s/ Martin V. Katz

MARTIN V. KATZ, Registered Agent

May 12, 2008

(Date)

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TALLAHASSEE, FLORIDA
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