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Florida Department of State  
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Account Name : CORPDIRECT AGENTS, INC.  
Account Number : 110450000714  
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TALLAHASSEE, FLORIDA

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**FLORIDA PROFIT/NON PROFIT CORPORATION**

**MARCELO M. CHERSI, M.D., P.A.**

Certificate of Status	0
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**ARTICLES OF INCORPORATION**

**OF**

**MARCELO M. GHERSI, M.D., P.A.**

The undersigned incorporator, for the purposes of forming a professional service corporation pursuant to the Professional Service Corporation and Limited Liability Company Act, Chapter 621 of the Florida Statutes, hereby adopts the following Articles of Incorporation:

- FIRST:** The name of the Corporation is **MARCELO M. GHERSI, M.D., P.A.** (the "Corporation").
- SECOND:** The principal and mailing address of the Corporation is 1830 South Ocean Drive, Apt. 3209, Hallandale, Florida 33009.
- THIRD:** The Corporation is authorized to issue 1,000 shares of common stock, \$0.01 par value per share.
- FOURTH:** The street address of the initial registered office of the Corporation is 1830 South Ocean Drive, Apt. 3209, Hallandale, Florida 33009 and the registered agent at that address is Marcelo M. Gheri, M.D.
- FIFTH:** The name and address of the incorporator of the Corporation is Marcelo M. Gheri, M.D., 1830 South Ocean Drive, Apt. 3209, Hallandale, Florida 33009.
- SIXTH:** The Corporation is organized for the purpose of engaging in the practice of medicine in the State of Florida. The Corporation is empowered to transact any and all lawful business for which corporations may be formed under Chapter 607 of the Florida Business Corporation Act.
- SEVENTH:** The Corporation shall have one director initially and the number of directors may be increased or diminished from time to time as provided in the Bylaws but shall never be less than one. The name and address of the initial director of the Corporation is Marcelo M. Gheri, M.D., 1830 South Ocean Drive, Apt. 3209, Hallandale, Florida 33009.
- EIGHTH:** The Corporation expressly elects not to be governed by Section 607.0901 of the Florida Business Corporation Act, as amended from time to time, relating to affiliated transactions.
- NINTH:** The Corporation expressly elects not to be governed by Section 607.0902 of the Florida Business Corporation Act, as amended from time to time, relating to control share acquisitions.

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IN WITNESS WHEREOF, the undersigned incorporator has executed these Articles of Incorporation this 27 day of February, 2009.

Incorporator:



\_\_\_\_\_  
Marcelo M. Ghersi, M.D.

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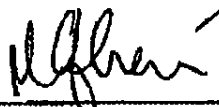
From: Ricky Soto

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**ACCEPTANCE OF APPOINTMENT  
OF  
REGISTERED AGENT**

I hereby accept the appointment as registered agent contained in the foregoing Articles of Incorporation of MARCELO M. GHERSI, M.D., P.A. and state that I am familiar with and accept the obligations of Section 607.0505 of the Florida Business Corporation Act.



\_\_\_\_\_  
Marcelo M. Ghersi, M.D.

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