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OLIVE V. CHUNG-JAMES, M.D., P.A.

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**AMENDED AND RESTATED
ARTICLES OF INCORPORATION
OF
OLIVE V. CHUNG-JAMES, M.D., P.A.**

Pursuant to Sections 607.1003 and 607.1007 of the Florida Business Corporation Act, OLIVE V. CHUNG-JAMES, M.D., P.A., a Florida professional services corporation (the "Corporation"), certifies that:

These Amended and Restated Articles of Incorporation amend and restate the Articles of Incorporation in its entirety. These Amended and Restated Articles of Incorporation were duly adopted by the Board of Directors acting by unanimous written consent, dated as September 28, 2012. The amendments contained herein require the approval of the holders of shares of the Common Stock of the Corporation, and the shareholders of the Corporation approved such amendments by written consent dated September 28, 2012 and the number of votes cast for the amendments was sufficient for approval by the holders of Common Stock of the Corporation.

The text of the Corporation's Articles of Incorporation is hereby amended and restated in its entirety, effective as of the date of filing of these Amended and Restated Articles of Incorporation with the Secretary of State of Florida pursuant to Chapter 607 of the Florida Statutes, to read as follows:

**ARTICLE I
NAME**

The name of the Corporation is PMC Palmetto Bay Corp. (hereinafter called the "Corporation").

**ARTICLE II
CAPITAL STOCK**

The number of shares the Corporation is authorized to issue is 2,000 shares of common stock, par value \$10.00 per share.

**ARTICLE III
PRINCIPAL PLACE OF BUSINESS**

The current address of the principal place of business of the Corporation is 80 SW 8th Street, Suite 2000, Miami, Florida 33130.

**ARTICLE IV
REGISTERED AGENT**

The street address of registered office of the Corporation is 80 SW 8th Street, Suite 2000, Miami, Florida 33130. The name of the registered agent of the Corporation at that address is Spencer Angel.

**ARTICLE V
BYLAWS**

The Board shall have the power to adopt, amend or repeal the Bylaws of the Corporation and any part thereof.

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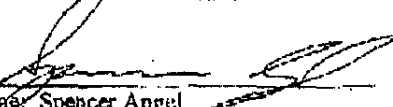
ARTICLE VI
LIMITATION OF LIABILITY; INDEMNIFICATION

To the fullest extent permitted under the Florida Business Corporation Act and other applicable law, no member of the Board of Directors shall be personally liable to the Corporation or the holders of shares of capital stock for monetary damages for breach of fiduciary duty as a director. No amendment to or repeal of this provision shall apply to or have any effect on the liability or alleged liability of any director for or with respect to any acts or omissions of such director occurring prior to such amendment or repeal. If the law of the Corporation's state of incorporation is hereafter amended to authorize corporation action further eliminating or limiting the personal liability of directors, then the liability of a director of this Corporation shall be eliminated or limited to the fullest extent then permitted. No repeal or modification of this paragraph VIII shall adversely affect any right of or protection afforded to a director of the Corporation existing immediately prior to such repeal or modification.

The Corporation shall indemnify and shall advance expenses on behalf of its officers and directors to the fullest extent not prohibited by law in existence either now or hereafter.

IN WITNESS WHEREOF, the undersigned, for the purpose of amending and restating the Corporation's Articles of Incorporation pursuant to the Florida Business Corporation Act of the State of Florida, executed these Amended and Restated Articles of Incorporation on this 28th day of September, 2012.

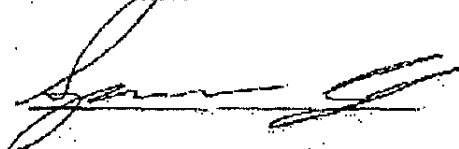
PMC PALMETTO BAY CORP.

By: 
Name: Spencer Angel
Title: President

ACCEPTANCE OF APPOINTMENT OF REGISTERED AGENT

The undersigned, having been named the Registered Agent of PMC PALMETTO BAY CORP., hereby accepts such designation and is familiar with, and accepts, the obligations of such position, as provided in Florida Statutes Section 607.0505.

SPENCER ANGEL



Dated: September 28, 2012