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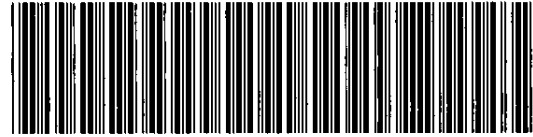
(Business Entity Name)

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Stivers DEC 16 2010



Bank of America Plaza 813.229.7600
101 East Kennedy Boulevard 813.229.1660 fax
Suite 2800
Tampa, Florida 33602

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MEREDITH D. DENOME
813.221.7153
mdenome@slk-law.com

December 14, 2010

VIA FEDERAL EXPRESS # 7942 1631 8350

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

Re: Articles of Incorporation - Medical Advantage Partners, Inc.

Dear Sir or Madam:

Enclosed for filing, please find the original Articles of Incorporation of Medical Advantage Partners, Inc. Also enclosed is Shumaker, Loop & Kendrick, LLP check number 101441 in the amount of \$78.75 for payment of the filing fee and a certified copy.

Thank you in advance for your attention to this matter. Please do not hesitate to call me if you have any questions.

Sincerely,

Meredith D. DeNome

MLD/kc
Enclosures

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TALLAHASSEE, FLORIDA

**ARTICLES OF INCORPORATION
OF
MEDICAL ADVANTAGE PARTNERS, INC.**

The undersigned incorporator makes, subscribes, acknowledges and files with the Department of State of the State of Florida these Articles of Incorporation for the purpose of incorporation under the Florida Business Corporation Act, Chapter 607, Florida Statutes, and other laws of the State of Florida.

ARTICLE I

NAME

The name of this Corporation shall be Medical Advantage Partners, Inc.

ARTICLE II

TERM OF EXISTENCE

The duration of this Corporation shall be perpetual until dissolved according to law.

ARTICLE III

CORPORATE PURPOSES

This Corporation may engage in any activity or business permitted under the laws of the United States and the State of Florida.

ARTICLE IV

CAPITAL STRUCTURE

The maximum number of shares of stock that this Corporation is authorized to issue at any one time is 100 shares of common stock, having a par value of \$1.00 per share. All common shares shall be identical with each other in every respect and the holders of common shares shall be entitled to one vote for each share on all matters on which shareholders have the right to vote.

STATE OF FLORIDA
TALLAHASSEE

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ARTICLE V

INITIAL REGISTERED AGENT

The initial registered agent of this Corporation shall be Ronald A. Christaldi. The street address of the initial registered agent of this Corporation shall be Shumaker, Loop & Kendrick, LLP, 101 East Kennedy Boulevard, Suite 2800, Tampa, Florida 33602.

ARTICLE VI

PRINCIPAL OFFICE

The street and mailing address of the initial principal office of this Corporation shall be 503 East Jackson Street, Suite 205, Tampa, Florida 33602.

ARTICLE VII

BOARD OF DIRECTORS

There shall be a Board of Directors for this Corporation which shall consist of not less than one (1) director. Except for the number constituting the initial Board of Directors, the election of directors shall be decided by majority vote of the shareholders.

ARTICLE VIII

VOTING

The method of voting on corporate matters shall be as set forth in the Bylaws.

ARTICLE IX

INCORPORATOR

The name and street address of the incorporator is:

Kristine E. Lackmann
503 East Jackson Street, Suite 205
Tampa, Florida 33602

ARTICLE X

INDEMNIFICATION

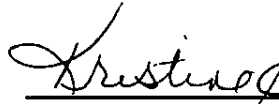
The Corporation may indemnify any officer or director, or any former officer or director, to the full extent permitted by law.

ARTICLE XI

AMENDMENT OF ARTICLES OF INCORPORATION

These Articles of Incorporation or any provision herein may be amended, changed or repealed at any time by a resolution, adopted by a majority vote of the Board of Directors at any annual or special meeting, provided at least ten (10) days written notice is given to each director of the time and place of the meeting and the purpose thereof. Any amendment to these Articles of Incorporation so made must be approved by a majority vote of the shareholders of the Corporation.

12th IN WITNESS WHEREOF, the incorporator executed these Articles of Incorporation this day of December, 2010.

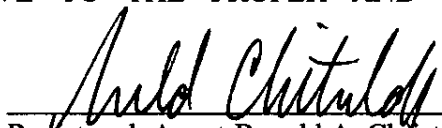


Kristine E. Lackmann
as INCORPORATOR

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ACCEPTANCE OF APPOINTMENT AS REGISTERED AGENT

HAVING BEEN NAMED 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 AGREE TO COMPLY WITH THE PROVISIONS OF ALL STATUTES RELATIVE TO THE PROPER AND COMPLETE PERFORMANCE OF MY DUTIES.



Registered Agent-Ronald A. Christaldi

12/13/10

Date