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FLORIDA PROFIT/NON PROFIT CORPORATION
Feigenbaum, Smith, Ruben and Durkin, M.D., P.A.

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**ARTICLES OF INCORPORATION
OF**

FEIGENBAUM, SMITH, RUBEN AND DURKIN, M.D., P.A.

The undersigned incorporator, being competent to contract, subscribes to these Articles of Incorporation to form a professional service corporation for profit pursuant to Chapter 621 and Chapter 607 of the Florida Statutes.

ARTICLE I - Name

The name of the Corporation shall be:

FEIGENBAUM, SMITH, RUBEN, AND DURKIN, M.D., P.A. (the "Corporation").

ARTICLE II - Principal Office

The address of the principal office and the mailing address of the Corporation is 390 North Orange Avenue, Suite 1400, Orlando, Florida 32801.

ARTICLE III - Business and Activities

The Corporation may, and is authorized to, engage in the practice of law and any activities incidental thereto.

ARTICLE IV - Capital Stock

The authorized capital stock of the Corporation and the maximum number of shares of stock that the Corporation is authorized to issue and have outstanding at any one time is 100 shares of common stock having a par value of \$.01 per share.

ARTICLE V - Term of Existence

The effective date upon which the Corporation shall come into existence shall be upon the filing of these Articles, and it shall exist perpetually thereafter unless dissolved according to law.

ARTICLE VI - Initial Registered Office and Agent

The name and street address of the initial registered agent of the Corporation is B&C Corporate Services of Central Florida, 390 North Orange Avenue, Suite 1400, Orlando, Florida 32801.

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ARTICLE VII - Directors

A. The initial number of Directors of the Corporation shall be four (4).

B. The number of Directors may be either increased or diminished from time to time by the Board of Directors or the Shareholders in accordance with the Bylaws of the Corporation, but there shall always be at least one Director.

C. The name and street address of the initial member of the Board of Directors, to hold office until the first annual meeting of the Shareholders of the Corporation or until his successor is elected or appointed and has qualified, is:

<u>Name</u>	<u>Street Address</u>
MARTIN S. FEIGENBAUM	390 North Orange Avenue, Suite 1400 Orlando, Florida 32801
ANN SMITH	390 North Orange Avenue, Suite 1400 Orlando, Florida 32801
WALTER J. DURKIN	390 North Orange Avenue, Suite 1400 Orlando, Florida 32801
STUART J. RUBEN	390 North Orange Avenue, Suite 1400 Orlando, Florida 32801

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D. Any Director may be removed from office by the holders of a majority of the stock entitled to vote thereon at any annual or special meeting of the Shareholders of the Corporation, for any cause deemed sufficient by such Shareholders or for no cause.

E. In case one or more vacancies shall occur in the Board of Directors by reason of death, resignation or otherwise, the vacancies shall be filled by the Shareholders of the Corporation at their next annual meeting or at a special meeting called for the purpose of filling such vacancies; provided, however, any vacancy may be filled by the remaining Directors until the Shareholders have acted to fill the vacancy.

ARTICLE VIII - Incorporator

The name and street address of the incorporator signing these Articles is:

<u>Name</u>	<u>Street Address</u>
Keith C. Durkin	390 North Orange Avenue, Suite 1400 Orlando, Florida 32801

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ARTICLE IX - Lost or Destroyed Certificates

Stock certificates to replace lost or destroyed certificates shall be issued on such basis and according to such procedures as are from time to time provided for in the Bylaws of the Corporation.

ARTICLE X - Amendment to Articles

These Articles of Incorporation may be amended in the manner provided by law.

ARTICLE XI - Bylaws

The power to adopt, alter, amend or repeal Bylaws shall be vested in the Board of Directors. Any Bylaws adopted by the Board of Directors may be repealed, changed, or new Bylaws may be adopted by the vote of a majority of the stock entitled to vote thereon, and the Shareholders may prescribe in any Bylaw made by them that such Bylaw shall not be altered, amended or repealed by the Board of Directors.

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IN WITNESS WHEREOF, the undersigned Incorporator has executed these Articles of Incorporation this 24th day of September, 2013.



Keith C. Durkin, Incorporator and Authorized Representative

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**ACCEPTANCE OF APPOINTMENT OF
REGISTERED AGENT**

PURSUANT TO THE PROVISIONS OF SECTION 608.415, FLORIDA STATUTES, THE UNDERSIGNED REGISTERED AGENT SUBMITS THE FOLLOWING STATEMENT IN DESIGNATING THE REGISTERED OFFICE/REGISTERED AGENT, IN THE STATE OF FLORIDA.

1. The name of the limited liability company is FEIGENBAUM, SMITH, RUBEN, AND DURKIN, M.D., P.A.
2. The name and address of the registered agent and its office is:

B & C CORPORATE SERVICES
OF CENTRAL FLORIDA, INC.
390 North Orange Avenue
Suite 1400
Orlando, Florida 32801

Having been named as registered agent and to accept service of process for the above stated limited liability company at the place designated in this certificate, the undersigned hereby accepts the appointment as registered agent and agree to act in this capacity. The undersigned further agrees to comply with the provisions of all statutes relating to the proper and complete performance of his duties, and is familiar with and accepts the obligations of his position as registered agent.

B&C CORPORATE SERVICES OF
CENTRAL FLORIDA, INC.



Dated this 5th day of September, 2013.

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