

CAPITAL CONNECTION, INC.

417 E. Virginia St., Suite 1, Tallahassee, FL 32301, (904) 224 8870
 Mailing Address: Post Office Box 10149, Tallahassee, FL 32302
 TOLL FREE No. 1-800-342-8062
 FAX (904) 222-1222

NAME _____
 FIRM _____
 ADDRESS _____
 PHONE () _____
 Service: Top Priority _____ Regular _____
 One Day Service _____ Two Day Service _____
 To us via _____ Return via _____

Matter No.: _____ Express Mail No. _____

State Fee \$ _____ Our \$ _____

W9566661122
 006175, 10412, 00671

17
 JAN 15 1995 BSB

REQUEST	TAKEN	CONFIRMED	APPROVED
DATE _____	_____	_____	_____
TIME _____	_____	CK No. _____	_____
BY <u>JS</u>	_____	_____	_____

WALK-IN _____
 Will Pick Up 1-17 11:00

RE: Gray Clinics of Florida, Chartered

	C.C. FEE	DISBURSED
Capital Business		
Art. of Inc. Filing		
Corp. Record Search		
Li. Partnership Filing		
Foreign Corp. Filing		
() Copy(s)		
Art. of Amend. Filing		
Dissolution/Withdrawal		
C U S	01/17/95-01038-011	
Fictitious Name Filing	++++\$27.00	+++ \$27.00
Name Reservation		
Annual Report/Reinstatement		
Reg. Agent Service	01/17/95-01038-011	
Document Filing	++++\$35.00	+++ \$35.00
Corporate K11		
Vehicle Search		
Driving Record	01/17/95-01038-011	
Document Retrieval	++++\$60.50	+++ \$60.50
UCC 1 or 3 Filing		
UCC 11 Search		
UCC 11 Retrieval		
File No.'s, Copies		
Courier Service		
Shipping/Handling		
Phone ()		
Top Priority		
Express Mail Prep.		
FAX () pgs.		
SUBTOTALS		

FEE.....	\$ 5.00
DISBURSED.....	\$
SURCHARGE.....	\$
TAX on corporate supplies.....	\$
SUBTOTAL.....	\$
PREPAID.....	\$
BALANCE DUE.....	\$
	\$

Please remit invoice number with payment
 TERMS: NET 10 DAYS FROM INVOICE DATE
 1 1/2% per month on Past Due Amounts
 Past 30 Days, 18% per Annum

THANK YOU
 from
 Your Capital Connection



FLORIDA DEPARTMENT OF STATE
Sandra B. Mortham
Secretary of State

January 17, 1995

CAPITAL CONNECTION, INC.
417 E. VIRGINIA STREET
SUITE 1
TALLAHASSEE, FL 32301

SUBJECT: GREY CLINICS OF FLORIDA, CHARTERED
Ref. Number: W95000001122

We have received your document for GREY CLINICS OF FLORIDA, CHARTERED and check(s) totaling \$122.50. However, the enclosed document has not been filed and is being returned to you for the following reason(s):

The registered agent and registered office listed in your articles of incorporation must be consistent throughout the document.

Please return your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (904) 487-6925.

Brenda Baker
Corporate Specialist

Letter Number: 995A00001798

ARTICLES OF INCORPORATION
OF
GREY CLINICS OF FLORIDA , CHARTERED

FILED
65 JAN 17 PM 2:58
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The undersigned, for the purpose of forming a corporation under the Florida General Corporation Act, and Chapter 621 of the Florida Statutes, adopt the following Articles of Incorporation:

ARTICLE I

Name

The name of this corporation is: GREY CLINICS OF FLORIDA. .
CHARTERED.

ARTICLE II

Term of Existence

This corporation shall have perpetual existence.

ARTICLE III

Purposes

The corporation may engage in the transaction of any and all lawful business for which corporations may be incorporated under Chapter 621, Florida Statutes, of the laws of the State of Florida.
The purpose of this corporation is to engage in the medical practice of urology treatment.

ARTICLE IV

General Powers

The corporation shall not be limited in its exercise of powers and shall have those powers which are permitted under the laws of the State of Florida and the United States of America.

ARTICLE V

Capital Stock

The total number of shares of capital stock authorized to be

issued by the corporation shall be 60 shares having no par value stock. Each of the said shares of stock shall entitle the holder thereof to one (1) vote at any meeting of the shareholders. All or any part of said capital stock may be paid for in cash, in property or in labor or services at a fair valuation to be fixed by the shareholders at a meeting called for such purpose. All stock when issued shall be paid for and shall be nonassessable.

ARTICLE VI

Registered Agent and Initial Registered Office

The Registered Agent and the principal office of the corporation shall be:

Lawrence F. Grey, M.D., 4600 North Habana, Suite #28, Tampa, Florida 33614

ARTICLE VII

Principal Office and Mailing Address

The principal office of this Corporation and its mailing address are: 608 West Horatio Street, Tampa, Florida 33606-2228.

ARTICLE VIII

Management

The affairs of this corporation shall be managed by its shareholders and officers. The corporation shall have no directors.

ARTICLE IX

Incorporator

The name and address of the incorporator of this corporation is as follows:

LAWRENCE F. GREY, M.D.
4600 North Habana, Suite #28
Tampa, Florida 33614

President

STEPHEN F. CHAMBERS, M.D.
1459 W. Busch Blvd.
Tampa, Florida 33612

Vice President,
Secretary, and
Treasurer

These officers will serve until officers are duly elected at the organizational meeting of subscribers/shareholders.

ARTICLE X

Incorporator

The name and address of the incorporator of this corporation is as follows:

<u>NAME</u>	<u>ADDRESS</u>
LAWRENCE F. GREY, M.D.	4600 North Habana, Suite #28 Tampa, Florida 33614

ARTICLE XI

Subscribers

The name and address of the subscribers to all of the authorized issue of stock is:

LAWRENCE F. GREY, M.D. 4600 North Habana Avenue, #28 Tampa, Florida 33614	30 Shares of Stock
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and

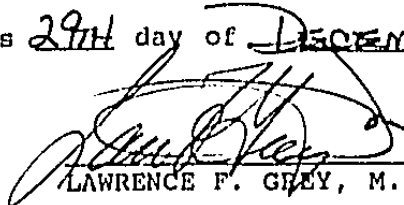
STEPHEN F. CHAMBERS, M.D. 1459 W. Busch Blvd. Tampa, Florida 33612	30 Shares of Stock
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ARTICLE XII

Amendments

The corporation reserves the right to amend, alter, change or repeal any provisions contained in these Articles of Incorporation in the manner now or hereafter proscribed by statute, and all rights conferred upon the shareholders herein are subject to this reservation.

IN WITNESS WHEREOF, the undersigned, as Incorporator, has executed the foregoing Articles of Incorporation for the uses and purposes therein stated on this 29th day of DECEMBER, 1994.


LAWRENCE F. GREY, M.D.

STATE OF FLORIDA §

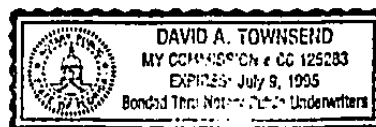
COUNTY OF HILLSBOROUGH §

BEFORE ME personally appeared LAWRENCE F. GREY, M.D., who is personally known to me (✓) or who produced _____ as identification (_____) and he executed the foregoing Articles of Incorporation and acknowledged before me that he subscribed to these Articles of Incorporation on this 29th day of December, 1994.


NOTARY PUBLIC - State of Florida

(PRINT NAME)

My Commission Expires:



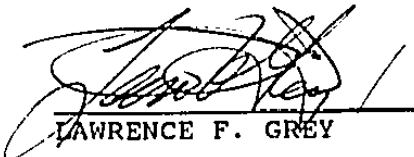
CERTIFICATE DESIGNATING PLACE OF BUSINESS OR DOMICILE
FOR SERVICE OF PROCESS WITHIN FLORIDA,
NAMING AGENT UPON WHOM PROCESS MAY BE SERVED

In compliance with 48.091, Florida Statutes, the following is submitted.

The subscribers, LAWRENCE F. GREY, M.D. and STEPHEN F. CHAMBERS, M.D., hereby designate the incorporator, LAWRENCE F. GREY, M.D., 4600 North Habana, Suite #28, Tampa, Florida 33614, as its agent to accept service of process within Florida.

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.

Dated this 29th day of December, 1994.


LAWRENCE F. GREY

FILED
05 JAN 17 PM 2:50
SECRETARY OF STATE
TAMPA, FLORIDA