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1/30/95

FLORIDA DIVISION OF CORPORATIONS
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FROM: TRIPP, SCOTT, CONKLIN & SMITH
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DEPARTMENT OF STATE

STATE OF FLORIDA

409 EAST CAINES STREET

TALLAHASSEE, FL 32399

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DOCUMENT TYPE: FLORIDA PROFIT CORPORATION OR P.A.

NAME: NESTOR DE JESUS MARTINEZ, M.D., P.A.

FAX AUDIT NUMBER: H95000001200

CURRENT STATUS: REQUESTED

DATE REQUESTED: 01/30/1995

TIME REQUESTED: 13:45:38

CERTIFIED COPIES: 1

CERTIFICATE OF STATUS: 0

NUMBER OF PAGES: 3

METHOD OF DELIVERY: FAX

ESTIMATED CHARGE: \$122.50

ACCOUNT NUMBER: 075350000065

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Jan. 31. 1995 1:09PM TRIPP SCOTT CONKLIN & SMITH

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FLORIDA DEPARTMENT OF STATE

Sandra B. Morham
Secretary of State

January 31, 1995

TRIPP SCOTT CONKLIN & SMITH
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SUBJECT: WESLEY DE JESUS MARTINEZ, M.D., P.A.
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Terri Buckley
Corporate Specialist

FAX Aud. #: E95000001200
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Division of Corporations - P.O. Box 6327 - Tallahassee, Florida 32314

**ARTICLES OF INCORPORATION
OF
NESTOR De JESUS MARTINEZ, M.D., P.A.**

The undersigned incorporator does hereby make, subscribe, file and acknowledge these Articles of Incorporation for the purpose of organizing a corporation under the Professional Service Corporation Act (the "Act") for the purpose of rendering professional medical services, as defined in the Act.

**ARTICLE I
NAME**

The name of this Corporation is:

NESTOR De JESUS MARTINEZ, M.D., P.A.

**ARTICLE II
PURPOSE**

This Corporation is organized for the purpose of transacting any or all lawful business for which corporations may be incorporated under the Florida Business Corporation Act.

**ARTICLE III
CAPITAL STOCK**

This Corporation is authorized to issue Seven Thousand Five Hundred (7,500) shares of One Dollar (\$1.00) par value common stock.

**ARTICLE IV
PRINCIPAL OFFICE/MAILING ADDRESS OF CORPORATION**

The principal office and mailing address of this corporation is:

2541 S.W. 27th Avenue
Suite 201
Miami, Florida 33133

Prepared by:

Jeffrey L. Cohen, Esq.
Bar No. 703966
Tripp, Scott, Conklin & Smith, P.A.
P.O. Box 14245
Ft. Laud., FL 33302
(305) 525-7500

**ARTICLE V
INITIAL REGISTERED OFFICE AND AGENT**

The initial registered agent and the street address of the initial registered office of this Corporation in the State of Florida is:

Nestor De Jesus Martinez, M.D.
2541 S.W. 27th Avenue
Suite 201
Miami, Florida 33133

**ARTICLE VI
PRE-EMPTIVE RIGHTS**

Each shareholder of the Corporation shall have full pre-emptive rights to acquire proportional amounts of the Corporation's unissued shares upon the decision of the Board of Directors to issue shares.

**ARTICLE VII
INCORPORATOR**

The name and street address of the Incorporator is:

Nestor De Jesus Martinez, M.D.
2541 S.W. 27th Avenue
Suite 201
Miami, Florida 33133

IN WITNESS WHEREOF, I have hereunto subscribed my hand and seal this 30th
day of Jan., 1995.


NESTOR De JESUS MARTINEZ, M.D.,
Incorporator

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THE UNDERSIGNED, named as the registered agent in Article V of these Articles of Incorporation, hereby accepts the appointment as such registered agent, and acknowledges that he/she is familiar with, and accepts the obligations imposed upon registered agents under, the Florida Business Corporation Act, including specifically Section 607.0505.


NESTOR De JESUS MARTINEZ, M.D.
Registered Agent

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