[illegible] & ASSOCIATES, INC.
1030 LAKE AVE, SUITE [illegible]
LAKE WORTH, FLORIDA 33460
407 [illegible]

P950000 10299

DECEMBER [illegible], 199[illegible]

Department of State
Division Of Corporations
The Capitol
Tallahassee, Fla. 32304

[illegible]
[illegible]
****122.50 ****122.50

RE: JEROME [illegible], M.D. P.A.

Gentlemen:

Enclosed are the original and one copy of the Articles of Incorporation for the above named proposed Florida corporation. Also enclosed is a check in the amount of $122.50, representing payment of the following:

Charter Tax
Filing Fee
Certified copy fee
Registered Agent Fee

Please file the enclosed Articles of Incorporation and return a certified copy to the undersigned.

Thank you for your courtesies in this matter.

Very truly yours,

[signature]

Ira [illegible]
1030 Lake Ave, Ste [illegible]
Lake Worth, FL 33460

~~[illegible]95~~ 1181

FILED
95 FEB -6 PM 12:27
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

[illegible] 1-20-95

FLORIDA DEPARTMENT OF STATE
Sandra B. Mortham
Secretary of State

January 20, 1995

IRA ELBLONK
1030 LAKE AVENUE SUITE C
LAKE WORTH, FL 33460

SUBJECT: JEROME WERNER M.D. P.A.
Ref. Number: W95000001481

We have received your document for JEROME WERNER M.D. P.A. and your check(s) totaling $122.50. However, the enclosed document has not been filed and is being returned for the following correction(s):

The specific nature of business of the professional association must be stated in 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) 487-6923.

Doris McDuffie
Corporate Specialist Supervisor

Letter Number: 395A00002546

FILED
95 FEB -6 PM 12:27
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLES OF INCORPORATION

OF

[illegible]

[illegible] for the purpose of becoming a corporation under and pursuant to the laws of the State of Florida, providing for the formation, liability, rights, privileges and immunities of corporations for profit, and for that purpose, do hereby [illegible] declare and set forth as follows, to-wit:

ARTICLE I

NAME: The name and address of this corporation shall be:

[illegible]

ARTICLE II

NATURE OF BUSINESS: The general nature of the business to be transacted by this corporation is [illegible] Medical Doctor incorporated in the State of Florida.

ARTICLE III

TERM OF EXISTENCE: This corporation shall exist perpetually unless sooner dissolved according to law.

ARTICLE IV

CAPITAL STOCK: The maximum number of shares of stock this corporation is authorized to have outstanding at any one time is [illegible]

ARTICLE V

INITIAL CAPITAL: The amount of capital with which this corporation shall commence business shall be Five Hundred Dollars ($500.00)

ARTICLE VI

REGISTERED AGENT AND REGISTERED OFFICE: The Registered Agent of said corporation at the Registered Office shall be Ira Elblonk

The Registered Office shall be at 1030 Lake Ave, Suite [illegible]

Lake Worth, FL 33460

ARTICLE VII

OFFICERS AND DIRECTORS: The names and post office addresses of the first directors of this corporation who shall hold office for the first year or until their successors are chosen shall be:

JEROME WERNER PRESIDENT TREASURER
1200 EMBASSY DR.
WEST PALM BEACH, FLA. 33401

The corporation shall have at least one and no more than five (5) directors and no person shall be required to own, hold, or to control stock in the corporation as a condition precedent to holding any office in this corporation.

ARTICLE VIII

SUBSCRIBERS: The names and post office addresses of the subscribers to these Articles of Incorporation, and the number of shares each agrees to take are as follows:

JEROME WERNER - 100 SHARES
1200 EMBASSY DR
WEST PALM BEACH, FLA. 33401

ARTICLE IX

OFFICERS: The officers of this corporation shall be a President, and such other officers and agents as may be necessary. All officers and agents, and factors as may be deemed necessary, shall be chosen in such manner, hold their offices for such terms, and have such powers and duties as may be prescribed in the By-Laws or determined by the Board of Directors.

Any person may hold two or more offices. This corporation reserves the right to amend, alter, change or repeal any provision contained in these Articles of Incorporation in the manner now or hereafter prescribed by law and all rights conferred on stockholders herein are granted subject to this reservation.

ARTICLE X

POWERS: This corporation shall have the following powers:

A. To have a corporation seal, which may be altered at pleasure, and to use the same by causing it, or facsimile thereof to be impressed, affixed, or any other manner reproduced.

B. To purchase, take, receive, lease, or otherwise acquire, own, hold, improve, use and otherwise deal in, and with real or personal property or any interest therein wherever situated.

C. To sell, convey, mortgage, pledge, create a security interest in, lease, exchange, transfer, and otherwise dispose of all or any part of the property and assets.

D. To lend money to and use the credit to assist the officers and employees in accordance with Florida Statute 607.141.

E. To purchase, take, receive, subscribe for, or otherwise acquire, own, hold, vote, use, employ, sell, mortgage, lend, pledge or otherwise dispose of, and otherwise use and deal in and with, shares or other interests in, or obligations of, other domestic or foreign corporations, associations, partnerships, or individuals, or direct or indirect obligations of the United States or of any other government, State, Territory, governmental District, or Municipality, or of any instrumentality thereof.

F. To make contracts and guarantees and incur liabilities, borrow money at such rates of interest as the corporation may determine, issue its bonds, notes, and other obligations, and secure any of its obligations by mortgage or pledge of all or any of its property, franchises and income. To buy and sell and transfer options.

G. To lend money for corporate purposes, invest and reinvest its funds, and to take and hold real and personal property as security for payment of the funds so loaned or invested.

H. To conduct its business, carry on the operation and have offices and excercises the powers granted by the Florida Statutes, 607, within or without the State.

I. To elect or appoint officers and agents of the corporation and define their duties and to fix their compensation.

J. To make and alter the by laws, not inconsistent with these Articles of Incorpration, or laws of the State of Florida, for the administration and regulation of the affairs of the corporation.

K. To make donations for the public welfare or for charitable, scientific, or educational purposes.

L. To transact any lawful business which the Board of directors shall find will be in aid of governmental policy.

M. To pay pensions and establish pension plans, profit sharing plans, stock option plans, and other incentive plans for any or all of its directors, officers, and employees and for any or all of the directors, officers and employees of its subsidiaries.

N. To be a promoter, incorporator, partner, member, associate or manager of any corporation, partnership, joint venture, trust or other enterprise.

O. To have and exercise all powers necessary or convenient to effect the purposes of this corporation.

IN WITNESS WHEREOF, I have subscribed my name this 29TH day of DECEMBER 1994.

Jerome Werner MD

JEROME WERNER President

REGISTERED AGENT: The Registered agent for this corporation shall be: IRA [illegible], [illegible] AVE, SUITE [illegible], LAKE WORTH, FL 33460

I, IRA [illegible] accept service of process of JEROME WERNER M.D. P.A.

Ira [illegible]

IRA [illegible]