

CORPORATION INFORMATION
SERVICES, INC.
1201 HAVEN STREET
TALLAHASSEE, FL 32301
904 222 9171
904 222 0393 FAX

000-142-0006

P95000012631

csc networks

Mail To:
P.O. Box 5020
Tallahassee, FL 32311

ACCOUNT NO. : 072100000032

REFERENCE : 542958 4656A

AUTHORIZATION : *Elizabeth Papp*

COST LIMIT : \$ 122.50

ORDER DATE : February 14, 1995

ORDER TIME : 10:10 AM

ORDER NO. : 542958

CUSTOMER NO: 4656A

CUSTOMER: Elizabeth Galvin, Legal Asst
GREENBERG TRAURIG HOFFMAN
LIPOFF ROSEN & QUENTEL, P. A.
P. O. Box 12890

Miami, FL 33101-2890

DOMESTIC FILING

NEED TODAY

P95000012631

NAME: MIAMI BEACH CARDIOLOGY, P.A.

XXXXX ARTICLES OF INCORPORATION

CERTIFICATE OF LIMITED PARTNERSHIP

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

XXXXXX CERTIFIED COPY
XXXXXX PLAIN STAMPED COPY

CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Karen B. Rozer

EXAMINER'S INITIALS:

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Man M. Watson, of Counsel
Julie A.S. Williamson, of Counsel
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Elizabeth C. Galvin, L.A.
305-789-5449

February 13, 1995

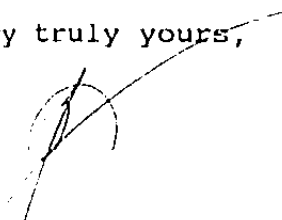
Florida Division of Corporations
DOMESTIC CHARTER SECTION
P. O. Box 6327
Tallahassee, FL 32314

RE: MIAMI BEACH CARDIOLOGY, P.A.

Enclosed herewith are three duly executed originals of ARTICLES OF INCORPORATION for the captioned corporation. Also enclosed is a check in the amount of \$ 122.50 to cover the cost of the filing and one certified copy. Please stamp the third copy and return all to me.

Should anything further be required, please do not hesitate to contact me. Thank you for your assistance.

Very truly yours,



ARTICLES OF INCORPORATION
OF
MIAMI BEACH CARDIOLOGY, P.A.

FILED
95 FEB 14 AM 8 28
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The undersigned, for purposes of forming a professional corporation under the provisions of §607 the Florida Business Corporation Act (1993) and §621 the Professional Service Corporation Act (1993), adopts the following Articles of Incorporation.

ARTICLE I

The name of this corporation shall be MIAMI BEACH CARDIOLOGY, P.A. (hereinafter called the "Corporation").

ARTICLE II

The address of the principal office and the mailing address of the office of the Corporation is Mount Sinai Medical Staff Building, 4302 Alton Road, Suite #100-A, Miami Beach, Florida 33140.

ARTICLE III

The general purpose for which the Corporation is organized is to engage in every aspect of the practice of medicine. The professional services involved in the Corporation's practice of medicine may be rendered only through its officers, agents and employees who are duly authorized and licensed to practice medicine in the State of Florida.

The Corporation shall not engage in any business other than the practice of medicine. However, the Corporation may invest its funds in real estate, mortgages, stocks, bonds and other types of investments, and may own real and personal property necessary for the rendering of the professional services authorized hereby.

ARTICLE IV

The capital stock authorized shall be 10,000 shares, such shares shall be of a single class, and shall have a par value of \$0.01 per share.

ARTICLE V

The street address of the Corporation's initial registered office is Mount Sinai Medical Staff Building, 4302 Alton Road, Suite #100-A, Miami Beach, County of Dade, State of Florida 33140, with the privilege of having its offices and branch offices at other places within or without the State of Florida. The initial registered agent at that address shall be Pablo H. Vivas, M.D.

ARTICLE VI

The number of directors constituting the board of directors of the Corporation shall be determined in accordance with the Bylaws, but shall not be less than one (1). The name and address of the individuals who are to serve as the members of the initial board of directors are:

Pablo H. Vivas, M.D.
Mount Sinai Medical Staff Building
4302 Alton Road, Suite #100-A
Miami Beach, Florida 33140

Fernando Fandiño-Sende, M.D.
Mount Sinai Medical Staff Building
4302 Alton Road, Suite #100-A
Miami Beach, Florida 33140

Orlando Santana, M.D.
Mount Sinai Medical Staff Building
4302 Alton Road, Suite #100-A
Miami Beach, Florida 33140

ARTICLE VII

The name and address of the Incorporator is Pablo H. Vivas, M.D., Mount Sinai Medical Staff Building, 4302 Alton Road, Suite #100-A, Miami Beach, Florida 33140.

ARTICLE VIII

This Corporation shall only issue its common stock to an individual who is duly licensed or otherwise legally authorized to render the same specific professional services as those for which the Corporation was incorporated.

ARTICLE IX

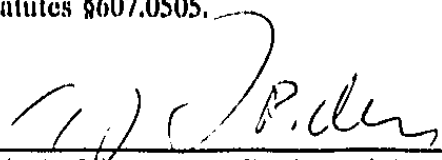
The Corporation shall indemnify each director, officer and shareholder of the Corporation against any and all liability and expenses incurred by him/her in connection with or arising out of any action, suit or proceeding in which he/she may be involved, by reason of his/her being or having been an officer, director or shareholder of the Corporation to the full extent not prohibited by law.

Executed by the undersigned Incorporator on the 4th day of January, 1995.


Pablo H. Vivas, M.D., Incorporator

ACCEPTANCE OF APPOINTMENT OF REGISTERED AGENT

The undersigned, having been named the Registered Agent of MIAMI BEACH CARDIOLOGY, P.A. hereby accepts such designation and is familiar with, and accepts, the obligations of such position, as provided in Florida Statutes §607.0505.


Pablo H. Vivas, M.D., Registered Agent

Dated: January 4, 1995

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95 FEB 14 PM 3 28
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