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February 8, 1995

AMBOLDT BANK BUILDING
SUITE 500
14 EAST WASHINGTON STREET
ORLANDO, FLORIDA 32801

Secretary of State
Division of Corporations
The Capitol
Tallahassee, FL 32399

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-02/14/95--01000---001
****122.50 ****122.50

Dear Sir:

Enclosed please find Articles of Incorporation for Neurological Surgery of Orlando, P.A., along with my firm's check in the amount of \$122.50, regarding filing fees. Please file these Articles and return a certified copy to this office.

Thank you.

Sincerely,



Robert W. Anthony

RWA\b

Enclosures: as stated

cc Dr. Neal Garrett Powell

FILED
FEB 13 AM 4:02
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLES OF INCORPORATION
OF
NEUROLOGICAL SURGERY OF ORLANDO, P.A.

FILED
25 FEB 13 AM 9:06
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The undersigned incorporator to these Articles of Incorporation, a natural person competent to contract, hereby forms a professional service corporation for profit under the laws of the State of Florida.

ARTICLE I - NAME OF CORPORATION

The name of this corporation shall be NEUROLOGICAL SURGERY OF ORLANDO, P.A.

ARTICLE II - DURATION

This corporation shall exist perpetually.

ARTICLE III - PURPOSE

This corporation is organized for the purpose of rendering professional service by physicians and surgeons.

ARTICLE IV - CAPITAL STOCK

A. The maximum number of shares of capital stock that this corporation is authorized to issue and have outstanding at any one time is 1000 shares of common stock having a par value of \$1.00 per share, which may be fractional shares.

B. All or any portion of the capital stock may be issued in payment for real or personal property, services, or any other right or thing having a value, in the judgment of the Board of Directors, at least equivalent to the full value of the stock so to be issued as hereinabove set forth, and when so issued shall become and be fully paid and non-assessable, the same as though paid for in cash;

and the directors shall be the sole judges of the value of any property, right or thing acquired in exchange for capital stock, and their judgment of such value shall be conclusive.

C. Notwithstanding the foregoing, the corporation shall have the right to increase its capital stock either with or without par value, and to provide in the event of such increase the designations, preferences, voting powers or restrictions, or qualification of voting powers, of such additional stock, in an amendment to its Certificate of Incorporation.

ARTICLE V - INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial registered office of this corporation shall be 14 East Washington Street, Suite 500, Orlando, Florida 32801. The name of the initial registered agent of this corporation at that address shall be Robert W. Anthony.

ARTICLE VI - INITIAL PRINCIPAL OFFICE

The corporation's principal office shall be 615 East Princeton Street, #540, Orlando, Florida 32803.

ARTICLE VII - INITIAL DIRECTORS AND OFFICERS

The name and street address of the initial member of the Board of Directors and sole Officer, to hold office for the first year in existence of this corporation or until his successors are elected or appointed and have qualified are:

<u>Name</u>	<u>Street Address</u>	<u>Office</u>
Neil Garrett Powell, M.D.	615 E. Princeton St. #540 Orlando, FL 32803	President Secretary Treasurer Director

ARTICLE VIII - INCORPORATOR

The following is the name and street address of the incorporator to these Articles of Incorporation:

<u>Name</u>	<u>Street Address</u>
Noel Garrett Powell, M.D.	615 E. Princeton St., #540 Orlando, Florida 32803

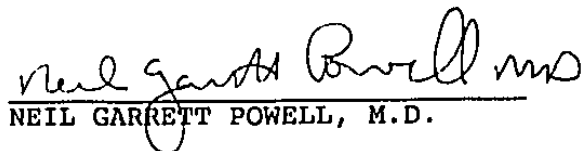
ARTICLE IX - BY-LAWS

The shareholders of this corporation shall have the sole power to establish, enact, alter or repeal By-Laws for the management of this corporation, and the duties of the officers of this corporation shall be proscribed by such By-Laws. In addition such By-Laws may include, by unanimous decision of all the shareholders, any regulatory or restrictive provisions regarding the sale, transfer, or other disposition of any of the outstanding shares of stock of this corporation by any of its shareholders, or in the event of the death of any of its shareholders.

ARTICLE X - Amendment

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

IN WITNESS WHEREOF, I have hereunto set my hand and seal this
1st day of February, 1995.

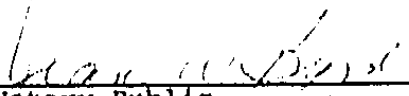

NEIL GARRETT POWELL, M.D.

STATE OF FLORIDA
COUNTY OF ORANGE

I HEREBY CERTIFY that on this day, before me, a Notary Public duly authorized to take acknowledgments in the State and County

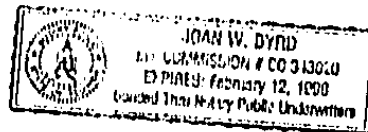
aforesaid, personally appeared NEIL GARRETT POWELL, M.D. and, to me known to be the person described as the incorporator in and who executed the foregoing Articles of Incorporation, and acknowledged before me that he subscribed to those Articles of Incorporation.

WITNESS my hand and official seal in the County and State last aforesaid this 24 day of February, 1995.



Notary Public

Name: Joan W. Dyrud



CERTIFICATE DESIGNATING PLACE OF REGISTERED OFFICE
FOR SERVICE OF PROCESS WITHIN THIS STATE
NAMING REGISTERED AGENT UPON WHICH
PROCESS MAY BE SERVED


FILED
05 FEB 13 AM 9:05
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

PURSUANT to Chapter 48.091, Florida Statutes, the following is submitted in compliance with said Act:

THAT, NEUROLOGICAL SURGERY OF ORLANDO, P.A. desiring to organize under the laws of the State of Florida, with its principal office as indicated in the Articles of Incorporation in the City of Orlando, County of Orange, State of Florida, has named as its Registered Agent ROBERT W. ANTHONY in the City of Orlando, County of Orange, State of Florida, to accept service of process within this State at 14 East Washington Street, Suite 500, Orlando, Florida 32801.

ACKNOWLEDGMENT

Having been named to accept service of process for the above stated corporation, at the place designated in this Certificate, I hereby accept to act in this capacity and agree to comply with the provisions of said Act relative to keeping open said office.



ROBERT W. ANTHONY