

P95000014180

TRANSMITTAL LETTER

Department of State
Division of Corporations
P.O. Box 6327
Tallahassee, FL 32314

400001409484
-02/17/95--01099--015
***122.50 - 122.50

SUBJECT: Dong Yuan, Inc.
(proposed corporate name)

Enclosed is an original and one (1) copy of the articles of incorporation and our check for \$ 122.50.

FROM: Dong Yuan, Inc.
1778 Sans Souci Blvd.
N. Miami, FL 33181
(305) 895-5670

FILED
DIVISION OF STATE
CORPORATIONS
95 FEB 17 AM 8:30

506

ARTICLES OF INCORPORATION

OF

Dong Yuan, Inc.

The undersigned incorporator(s), for the purpose of forming a corporation under the Florida Business Corporation Act, hereby adopt(s) the following Articles of Incorporation.

ARTICLE I NAME

The name of the corporation shall be:

Dong Yuan, Inc.

ARTICLE II PRINCIPAL OFFICE

The principal place of business and mailing address of this corporation shall be:

1778 Sans Souci Blvd.
N. Miami, FL 33181

ARTICLE III SHARES

The number of shares of stock that this corporation is authorized to have outstanding at any one time is:

1000

ARTICLE IV INITIAL REGISTERED AGENT AND STREET ADDRESS

The name and address of the initial registered agent is:

Marcelo Lam
1778 Sans Souci Blvd.
N. Miami, FL 33181

I am familiar with, and accept the duties and responsibilities as registered agent for this corporation.



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DIVISION OF CORPORATIONS
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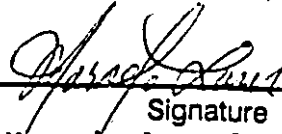
ARTICLE V INCORPORATOR(S)

The name(s) and street address(es) of the incorporator(s) to these Articles of Incorporation is(are):

Marcelo Lam
1778 Sans Souci Blvd.
N. Miami, FL 33181

The undersigned incorporator(s) has(have) executed these Articles of Incorporation this

8th day of February, 19 95.



Signature

Marcelo Lam, President

Signature

Signature

995000014180

Dr. Marcelo Lam
11930 N. Bayshore Dr. #809
N. Miami, Florida 33181
Tel: (305) 892-8559

January 02, 1996

Division of Corporations
P.O.Box 6327
Tallahassee, Fl 32314

1700001710291
-02/08/96--01049--006
*****43.75 *****43.75

Ref: Amendment of Article of Corporation

Enclosed, please find the Article of Amendment and a Money
Order in the amount of \$43.75 to pay for the following:

Article of Amendment ...\$35.00
Certificate of Status .. 8.75

Thank you,

Dr. Marcelo Lam

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96 FEB -8 PM 3:28
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

NC + Amend
KRS
2-8

**ARTICLES OF AMENDMENT
TO
ARTICLES OF INCORPORATION
OF**

Dong Yuan, Inc.

Dong Yuan, Inc.
(present name)

Pursuant to the provisions of section 607.1006, Florida Statutes, this corporation adopts the following articles of amendment to its articles of incorporation:

FIRST: Amendment(s) adopted: *(indicate article number(s) being amended, added or deleted)*

ARTICLE I

The name of this corporation shall be amended to:

TCM Physicians and Associates, Inc.

ARTICLE II

The principal place of business of this corporation shall be amended to:

11930 N. Bayshore Drive #809
N. Miami, Florida 33181

ARTICLE V

The street address of the incorporator(s) to these Article of Incorporation shall be amended to:

11930 N. Bayshore Drive #809
N. Miami, Florida 33181

SECOND: If an amendment provides for an exchange, reclassification or cancellation of issued shares, provisions for implementing the amendment if not contained in the amendment itself, are as follows:

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TALLAHASSEE, FLORIDA

THIRD: The date of each amendment's adoption: 02-02-96.

FOURTH: Adoption of Amendment(s) (check one)

- The amendment(s) was/were approved by the shareholders. The number of votes cast for the amendment(s) was/were sufficient for approval.
- The amendment(s) was/were approved by the shareholders through voting groups.


The following statement must be separately provided for each voting group entitled to vote separately on the amendment(s):

"The number of votes cast for the amendment(s) was/were sufficient for approval by _____"
(voting group)

- The amendment(s) was/were adopted by the board of directors without shareholder action and shareholder action was not required.
- The amendment(s) was/were adopted by the incorporators without shareholder action and shareholder action was not required.

Signed this 2nd day of January, 1996.

Signature



(By the Chairman or Vice Chairman of the Board of Directors, President or other officer if adopted by the shareholders)

OR

(By a director if adopted by the directors)

OR

(By an incorporator if adopted by the incorporators)

Marcelo Lam

Typed or printed name

Incorporator

Title