

CAPITAL CONNECTION, INC.

417 E. Virginia St., Suite 1, Tallahassee, FL 32301, (904)224-8870
 Mailing Address: Post Office Box 10349, Tallahassee, FL 32302
 TOLL FREE No. 1-800-343-8062
 FAX (904) 222-1222

NAME _____
 FIRM _____
 ADDRESS _____
 PHONE () _____

Service: Top Priority _____ Regular _____
 One Day Service Two Day Service

To us via _____ Return via _____

Mailor No. _____ Express Mail No. _____

State For \$ _____ Our \$ _____

REQUEST TAKEN CONFIRMED APPROVED
 DATE _____
 TIME _____ CK No. _____
 BY *ju* _____

WALK-IN Will Pick Up *3-1* *12e*

RE: *Blumenthal, Glickman & Brady, P.A.*

	C.C. FEE.	DISBURSED
Capital E. Form		
Art. of Inc. Fil		
Corp. Record Search		
Partnership File		
Foreign Corp. File		
() Cert. Copy(s)		
Art. of Amend. File		
Dissolution/Withdrawal		
U.S.		
Fictitious Name File		
Name Reservation		
Annual Report/Reinstatement		
Reg. Agent Service		
Document Filing		
Corporate Kit		
Vehicle Search		
Driving Record		
Document Retrieval		
UCC 1 or 3 File		
UCC 11 Search		
UCC 11 Retrieval		
File No.'s, Copies		
Courier Service		
Shipping/Handling		
Phone ()		
Top Priority		
Express Mail Prep.		
FAX () pgs.		

SUBTOTALS

FEE.....	\$
DISBURSED.....	\$
SURCHARGE.....	\$
TAX on corporate supplies.....	\$
SUBTOTAL.....	\$
PREPAID.....	\$
BALANCE DUE.....	\$

Please remit invoice number with payment
 TERMS: NET 10 DAYS FROM INVOICE DATE
 1 1/2% per month on Past Due Amounts
 Past 30 Days, 18% per Annum.

THANK YOU
 from
 Your Capital Connection

ARTICLES OF INCORPORATION

OF

BLUMENTHAL, GLICKMAN & BRADY, P.A.

FILED
95 MAR -1 AM 11:37
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The undersigned incorporator, for the purpose of forming a corporation under the Florida Professional Service Corporation Act, hereby adopts the following Articles of Incorporation.

ARTICLE I: NAME

The name of the corporation is **BLUMENTHAL, GLICKMAN & BRADY, P.A.**

ARTICLE II: PRINCIPAL OFFICE

The principal place of business and mailing address of the corporation is 5222 North Bay Road, Miami Beach, FL 33140.

ARTICLE III: CAPITAL STOCK

The number of shares of stock that this corporation is authorized to have outstanding at any one time is ten thousand (10,000) shares having a par value of one dollar (\$1.00) per share.

ARTICLE IV: INITIAL REGISTERED AGENT AND ADDRESS

The name and address of the initial registered agent is Neal E. Farr, Esquire, c/o McClaskey & Farr, 1550 Madruga Avenue, Suite 120, Coral Gables, FL 33146.

ARTICLE V: INCORPORATOR

The name and address of the incorporator of these Articles of Incorporation is Capital Connection, Inc., 417 E. Virginia St., Suite 1, Tallahassee, FL 32301.

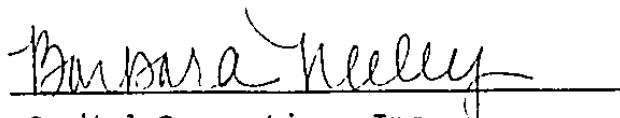
ARTICLE VI: INITIAL BOARD OF DIRECTORS

The name and address of the member of the initial Board of Directors and sole officer of the corporation is Dr. Richard F. Jacobs, M.D., 5222 North Bay Road, Miami Beach, FL 33140.

ARTICLE VII: PURPOSE

The purpose of the corporation is to practice internal medicine and geriatrics.

The undersigned has executed these Articles of Incorporation this 1st day of March, 1995.

A handwritten signature in cursive script, reading "Barbara Neeley", is written over a horizontal line.

Capital Connection, Inc.

Barbara Neeley - President

Incorporator

CERTIFICATE OF DESIGNATION
REGISTERED AGENT/REGISTERED OFFICER

FILED

95 MAR -1 AM 11:38

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

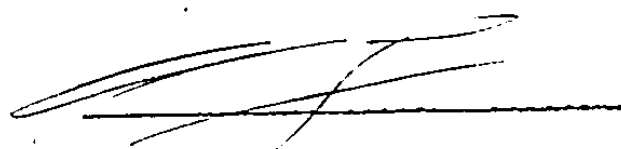
Pursuant to the provisions of section 607.0501, Florida Statutes, the mentioned corporation, organized under the laws of the state of Florida, submits the following statement in designating the registered office/registered agent, in the state of Florida.

1. The name of the corporation is: Blumenthal, Glickman & Brady, P.A.

2. The name and street address of the registered agent and office is: Neal E. Farr, Esquire

c/o McCluskey & Farr
1550 Madruga Avenue, Suite #120
Coral Gables, Florida 33146

HAVING BEEN NAMED AS REGISTERED AGENT AND TO ACCEPT SERVICE OF PROCESS FOR THE ABOVE STATED CORPORATION AT THE PLACE DESIGNATED IN THIS CERTIFICATE, I HEREBY ACCEPT THE APPOINTMENT AS REGISTERED AGENT AND AGREE TO ACT IN THIS CAPACITY. I FURTHER AGREE TO COMPLY WITH THE PROVISIONS OF ALL STATUTES RELATING TO THE PROPER AND COMPLETE PERFORMANCE OF MY DUTIES, AND I AM FAMILIAR WITH AND ACCEPT THE OBLIGATIONS OF MY POSITION AS REGISTERED AGENT.



**McClaskey
&
Farr**

Attorneys and Counselors
at Law

June 7, 1995

Robert M. McClaskey, Jr., CPA
Neal E. Farr, LL.M.

Secretary of State
Division of Corporations
P.O. Box 6327
Tallahassee, Florida 32301

300001511073
-06/13/95--01059--011
*****87.50 *****87.50

1550 Madruga Avenue
Suite 120
Coral Gables, Florida 33146

Re: Amendment to Articles of Incorporation;
BLUMENTHAL, GLICKMAN & BRADY, P.A.

Gentlemen:

Enclosed are duplicate copies of Articles of
Amendments to BLUMENTHAL, GLICKMAN & BRADY, P.A. amending
ARTICLE I of the Articles of Incorporation.

Also enclosed is the corporation's check in the amount of \$87.50 payable to the
Secretary of State and representing the following:

\$35.00 - filing fee; and,

\$52.50 - Certified copy fee.

Please return the enclosed copy of the Articles of Amendment certified by the
Secretary of State to the undersigned at the above address.

Very truly yours,

Neal E. Farr, Esquire

NEF/lr

Enclosures

Paralegals
Lucy F. Gutierrez, C.L.A.
Aileen Conklin

FILED
95 JUN 12 PM 2:13
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

N/c
6/21
EB

ARTICLES OF AMENDMENT
TO
ARTICLES OF INCORPORATION
OF

BLUMENTHAL, GLICKMAN & BRADY, P.A.

FILED
95 JUN 12 PM 2:13
SECRETARY OF STATE
TALLAHASSEE FLORIDA

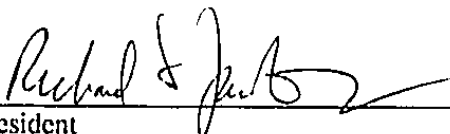
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I. ARTICLE I of the Articles of Incorporation of BLUMENTHAL, GLICKMAN & BRADY, P.A., is amended to read:

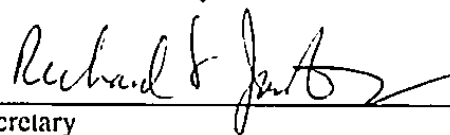
" The name of the Corporation shall be INTERNAL MEDICINE
DIRECTIONS, INC."

II. The foregoing amendment was unanimously adopted by ARTICLE I by the shareholders of this corporation on the 15th day of May, 1995.

IN WITNESS WHEREOF, the undersigned President and Secretary of this Corporation have executed these Articles of Amendment to the Certificate of Incorporation on this 15th day of May, 1995.



President



Secretary

STATE OF FLORIDA)

) S.S.

COUNTY OF DADE)

BEFORE ME, the undersigned authority, personally appeared Richard Jacobs, the President and Secretary of BLUMENTHAL, GLICKMAN & BRADY, P.A., who is either personally known to me, or who produced his Driver's License as identification; and, who acknowledged that he did freely and voluntarily execute said Articles of Amendment for the purposes therein expressed.

WITNESS my hand and seal on this 15th day of May, 1995.

My commission expires:


NOTARY PUBLIC
State of Florida at Large



YELITZA ROCHA
My Commission CG389120
Expires Jun. 00, 1998
Bonded by HAI
800-422-1555