

CORPORATION INFORMATION  
SERVICES, INC.  
1201 HAYS STREET  
TALLAHASSEE, FL 32301  
904-222-9171  
904-222-0191 FAX

**950000-18150**

*file  
1st*

**CSC networks**

MAIL TO:  
P.O. BOX 5820  
TALLAHASSEE, FL 32314

ACCOUNT NO. : 072100000032

REFERENCE : 553501 116222A

AUTHORIZATION : *Patricia Poynt*

COST LIMIT : \$ 70.00

ORDER DATE : March 6, 1995

ORDER TIME : 9:37 AM

ORDER NO. : 553581

CUSTOMER NO: 116222A

800001421718

CUSTOMER: Laura Varney, Legal Asst  
DUBOSAR & DAVIDSON, P.A.

Suite 300 East  
2255 Glades Road  
Boca Raton, FL 33431

DOMESTIC FILING

NAME: SOUTHPOINTE I MEDICAL EQUITY  
CORPORATION

XX ARTICLES OF INCORPORATION  
       CERTIFICATE OF LIMITED PARTNERSHIP

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

       CERTIFIED COPY  
XX        PLAIN STAMPED COPY  
       CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Jodie Krebs

EXAMINER'S INITIALS: \_\_\_\_\_

*W95-4885*

*M.H.  
3-6-95*



FLORIDA DEPARTMENT OF STATE  
Sandra B. Mortham  
Secretary of State

March 6, 1995

CIS

TALLAHASSEE, FL

SUBJECT: SOUTHPOINTE I MEDICAL EQUITY CORPORATION  
Ref. Number: W95000004885

We have received your document for SOUTHPOINTE I MEDICAL EQUITY CORPORATION and the authorization to debit your account in the amount of \$70.00. However, the document has not been filed and is being returned for the following:

Please provide complete business street addresses for the directors, officers and incorporators.

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) 487-6903.

Nancy Hendricks  
Corporate Specialist

Letter Number: 095A00009864

ARTICLES OF INCORPORATION  
OF  
Southpointe I Medical Equity Corporation

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

ARTICLE I  
NAME

The name of the corporation shall be: Southpointe I Medical Equity Corporation.

ARTICLE II  
PRINCIPAL OFFICE

The mailing address of the initial principal office of this corporation is 1200 Corporate Center Way, Suite 100, Wellington, Florida 33414. The Board of Directors may, from time to time, change the street and post office address of the principal office of the corporation.

ARTICLE III  
PURPOSE

To engage in any business and other activities permitted under the laws of the United States and Chapter 607 of the Florida Statutes, as amended from time to time.

ARTICLE IV  
CAPITAL STOCK

This corporation is authorized to issue 10,000 shares of common stock.

The common stock of the corporation shall have the following characteristics:

- (a) Par value shall be \$0.001 per share.

(b) At all meetings of the stockholders, the common stockholders shall be entitled to cast one (1) vote for each share of common stock owned. That a common stockholder is interested in a matter to be voted upon shall not disqualify him from voting thereon.

(c) Except as otherwise provided by law, the entire voting power for the election of the directors and for all other purposes shall be vested exclusively in the holders of the outstanding common stock.

#### ARTICLE V TERM OF EXISTENCE

This corporation shall have perpetual existence commencing on the date of filing of these Articles of Incorporation with the Secretary of State of the State of Florida.

#### ARTICLE VI INITIAL REGISTERED AGENT AND ADDRESS

The name of the initial registered agent of this corporation is Dasco Development Corporation. The street address of the initial registered agent of this corporation is 1200 Corporate Center Way, Suite 100, Wellington, Florida 33414.

#### ARTICLE VII INITIAL BOARD OF DIRECTORS

This corporation shall have two (2) Directors initially. The number of Directors may be either increased or diminished from time to time in accordance with the By-Laws but shall never be fewer than one (1). The names and addresses of the initial directors of this corporation are:

Bruce A. Rendina	Donald A. Sands
1200 Corporate Center Way, Suite 100	Same
Wellington, Florida 33414	


#### ARTICLE VIII AMENDMENT

This corporation reserves the right to amend or repeal any provisions contained in these Articles of Incorporation, or any amendment hereto, in the manner provided by law. The approval of each class of shareholders shall be required for any amendment or repeal.

ARTICLE IX  
INCORPORATOR

The name and street address of the person signing these Articles is Lawrence B. Juran, P.A., 2255 Glades Road, Suite 300E, Boca Raton, Florida 33431.

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

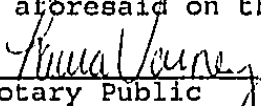
  
Lawrence B. Juran, Incorporator

STATE OF FLORIDA     )  
                                  ) SS.  
COUNTY OF PALM BEACH)

BEFORE ME, a Notary Public authorized to take acknowledgments in the State and County set forth above, personally appeared Lawrence B. Juran, known to me to be the person who executed the foregoing Articles of Incorporation, or who produced \_\_\_\_\_ as identification, and who did (did not) take an oath.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed my official seal, in the State and County aforesaid on this 1st day of March 1995.

My Commission Expires:

  
\_\_\_\_\_  
Notary Public  
State of Florida at Large

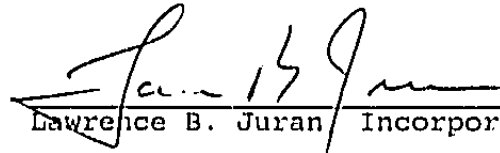
NOTARY PUBLIC STATE OF FLORIDA  
MY COMMISSION EXP. MAY 4, 1996  
BONDED THRU CENTRAL INS. UND.

CERTIFICATE OF DESIGNATION  
REGISTERED AGENT/REGISTERED OFFICE

Pursuant to the provisions of Section 607.0501, Florida Statutes, the undersigned 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: **Southpointe I Medical Equity Corporation.**
2. The name and address of the registered agent and office is: **Dasco Development Corporation, 1200 Corporate Center Way, Suite 100, Wellington, Florida 33414.**

Dated: MARCH 1, 1995

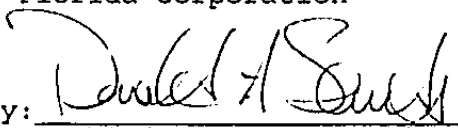
  
Lawrence B. Juran / Incorporator

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.

REGISTERED AGENT:

DASCO DEVELOPMENT CORPORATION,  
a Florida corporation

Dated: MARCH 1, 1995

By:   
Its: Chief Executive Officer