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February 28, 1995

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

7000001420907
00703 95-01063-009
***122.50 ***122.50

Re: Matricia Medical Care, P.A.

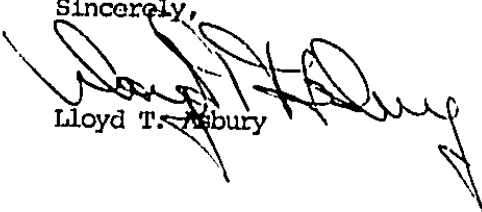
EFFECTIVE DATE

Dear Sir:

3-1-95

Enclosed please find an original and one copy of Articles of Incorporation for Matricia Medical Care, P.A. along with our check in the amount of \$122.50. Please file and return a certified copy to our office.

Sincerely,


Lloyd T. Asbury

LTA:ahc
Enclosure

3. REGISTER MAR 7 1995

FILED
95 MAR -3 AM 9:00
SECRETARY OF STATE
TALLAHASSEE FLORIDA

EFFECTIVE DATE
3-1-95

ARTICLES OF INCORPORATION OF

MATRICIA MEDICAL CARE, P.A.

FILED
95 MAR -3 AM 9 00
SECRETARY OF STATE
TALLAHASSEE FLORIDA

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 this corporation shall be:

MATRICIA MEDICAL CARE, P.A.

ARTICLE II PRINCIPAL OFFICE

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

251 Creekside Drive, Box 7
Amelia Island, FL 32034

ARTICLE III CAPITAL STOCK

The number of shares of stock that this corporation is authorized to have outstanding at any one time is 10,000 Shares of Common Stock having a par value of \$1.00 per share.

ARTICLE IV INITIAL REGISTERED AGENT AND ADDRESS

The name and address of the initial registered agent is:

DANIEL J. MATRICIA, D.O.
251 Creekside Drive, Box 7
Amelia Island, FL 32034

ARTICLE V INCORPORATOR

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

DANIEL J. MATRICIA, D.O.
251 Creekside Drive, Box 7
Amelia Island, FL 32034

ARTICLE VI NATURE OF BUSINESS

This corporation is organized for the purpose of engaging in the practice of medicine by doctors licensed to practice in the State of Florida and for engaging in any other activity or business permitted under the laws of the United States or this State.

ARTICLE VII COMMENCEMENT AND DURATION

Corporate existence shall commence March 1, 1995 and the corporation shall exist perpetually.

ARTICLE VIII DIRECTORS

This corporation shall have one (1) director initially. The number of directors may be increased or decreased from time to time by the bylaws, but shall never be less than one. The name and address of the initial director is:

DANIEL J. MATRICIA, D.O.
251 Creekside Drive, Box 7
Amelia Island, FL 32034

The undersigned has executed these Articles of Incorporation this 28 day of February, 1995.


DANIEL J. MATRICIA, D.O.

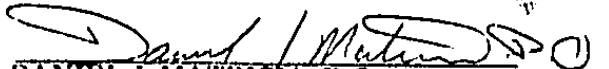
CERTIFICATE OF DESIGNATION

REGISTERED AGENT/REGISTERED OFFICE

Pursuant to the provisions of section 807.0501, Florida Statutes, MATRICIA MEDICAL CARE, P.A., desiring to be organized as a corporation under the laws of the state of Florida, here designates the following registered agent and registered office:

DANIEL J. MATRICIA, D.O.
251 Creekside Drive, Box 7
Amelia Island, FL 32034

Dated this 28 day of February, 1995.


DANIEL J. MATRICIA, D.O.

FILED
MAR -3 AM 9 00
SECRETARY OF STATE
TALLAHASSEE FLORIDA

HAVING BEEN NAMED AS REGISTERED AGENT 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.

Dated this 28 day of February, 1995.


DANIEL J. MATRICIA, D.O.