

CORPORATION INFORMATION
SERVICES, INC.
1201 HAYS STREET
TALLAHASSEE, FL 32301
904-222-9171
904-222-0393 FAX

CSC networks

800-342-8086

P95000018985

55 MAR - 9 11:11
DIVISION OF CORPORATIONS

MAIL TO:
P.O. Box 5828
TALLAHASSEE, FL 32314

ACCOUNT NO. : 072100000032

REFERENCE : 555105 8374A

AUTHORIZATION :

Patricia Pizito

COST LIMIT : \$ 122.50

ORDER DATE : March 8, 1995

ORDER TIME : 10:06 AM

ORDER NO. : 555105

CUSTOMER NO: 8374A

4000001 4000001

CUSTOMER: Robin L. Goldston, Legal Asst
BERGER & DAVIS, P.A.

Suite 400
100 Northeast Third Avenue
Ft. Lauderdale, FL 33301

DOMESTIC FILING

P95000018985

NAME: COASTAL PHYSICIAN GROUP
MANAGMENT, INC.

XX ARTICLES OF INCORPORATION
CERTIFICATE OF LIMITED PARTNERSHIP

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

XX CERTIFIED COPY
PLAIN STAMPED COPY
CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Jodie Krebs

EXAMINER'S INITIALS:

7/16
3-8-95
02/4

FILED
95 MAR - 8 11:11
TALLAHASSEE, FL 32301

ARTICLES OF INCORPORATION
OF
COASTAL PHYSICIAN GROUP MANAGEMENT, INC.
A FLORIDA CORPORATION

FILED
95 MAR -8 11 7:30
SEAL
ALLA

The undersigned, acting as Incorporator of a Florida corporation ("Corporation") under the Florida General Corporation Act, Chapter 607 of the Florida Statutes, hereby causes to be delivered the following Articles of Incorporation for such Corporation:

ARTICLE I

NAME

The name of the Corporation is Coastal Physician Group Management, Inc.

ARTICLE II

ADDRESS

The mailing address of the Corporation is:

2400 E. Commercial Boulevard, #315
Fort Lauderdale, Florida 33308

ARTICLE III

COMMENCEMENT OF CORPORATE EXISTENCE

The corporate existence shall begin on the date these Articles of Incorporation are filed with the Department of State.

ARTICLE IV

PURPOSE

The Corporation is organized for the purpose of transacting any and all lawful business for which corporations may be incorporated under the laws of the State of Florida.

ARTICLE V

CAPITAL STOCK

The Corporation is authorized to issue One Thousand (1,000) shares of Common Stock having a par value of One Dollar (\$1.00) per share.

ARTICLE VI

INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial registered office of the Corporation is 100 N.E. 3rd Avenue, Suite 400, Fort Lauderdale, Florida, 33301, and the name of the initial Registered Agent of the Corporation at that address is James L. Berger.

ARTICLE VII

INITIAL BOARD OF DIRECTORS

The Corporation shall initially have one director to hold office until the first annual meeting of shareholders and his successors shall have been duly elected and qualified, or until his earlier resignation, removal from office or death. The number of directors may be either increased or decreased from time to time in accordance with the Bylaws of the Corporation. The name and address of the initial director of the Corporation is as follows:

<u>Name</u>	<u>Address</u>
WALTER E. BIRCH	2400 E. Commercial Boulevard Suite 315 Fort Lauderdale, Florida 33308

ARTICLE VIII

INCORPORATOR

The name and address of the person signing these Articles are as follows:

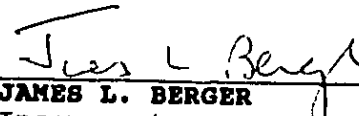
<u>Name</u>	<u>Address</u>
JAMES L. BERGER	100 N.E. 3rd Avenue, #400 Fort Lauderdale, FL 33301

ARTICLE IX

AMENDMENTS

The power to amend these Articles of Incorporation in accordance with law is reserved to the shareholders. Any right conferred upon any shareholder by these Articles of Incorporation is subject to this reservation.

IN WITNESS WHEREOF, the undersigned has executed these Articles of Incorporation this 7th day of March, 1995.



JAMES L. BERGER
Incorporator

STATE OF FLORIDA)
) ss:
COUNTY OF BROWARD)

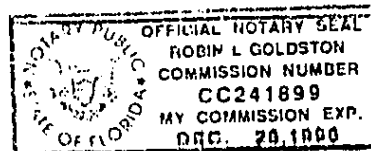
Sworn to and subscribed before me this 7th day of March, 1995,
by JAMES L. BERGER.

(X) Personally known to me; or

() Produced Identification; Type of Identification produced
_____.

NOTARY PUBLIC:

Sign: Robin L. Goldston
Print Name: Robin L. Goldston
Commission No.: CC241899
My Commission Expires: 12/26/96



ACCEPTANCE OF DESIGNATION AS REGISTERED AGENT

I hereby accept the appointment as the initial Registered Agent of COASTAL PHYSICIAN GROUP MANAGEMENT, INC., as made in the foregoing Articles of Incorporation, and agree to act in such 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 the initial Registered Agent of COASTAL PHYSICIAN GROUP MANAGEMENT, INC.

Date: March 7, 1995

James L. Berger
JAMES L. BERGER
Initial Registered Agent

FILED
MAR - 8 PM 7:56
95

995000018985

Document Number Only

CT CORPORATION SYSTEM

Requestor's Name

660 East Jefferson Street

Address

Tallahassee, FL 32301 222-1092

City

State

Zip

Phone

CORPORATION(S) NAME

800001701858

-01/30/96--01105--003

****550.00 ****35.00

DIVISION OF CORPORATION

96 JAN 30 PM 3:01

RECEIVED

Central Physician Group Management, Inc

96 JAN 30 PM 3:51
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

FILED

☐ Profit

☐ NonProfit

☐ Limited Liability

☐ Foreign

☐ Amendment

☐ Dissolution/Withdrawal

☐ Merger

☐ Mark

☐ Limited Partnership

☐ Reinstatement

☐ Annual Report

☐ Reservation

☐ Other

☒ Change of N.A.

☐ Certified Copy

☐ Photo Copies

☐ Fic. Name

☐ CUS

☐ Call When Ready

☒ Walk In

☐ Mail Out

☐ Call # Problem

☐ After 4:30

☒ Pick Up

Name
Availability
Document
Examiner
Updater
Verifier
Acknowledgment
W.P. Verifier

1-30-96

4:30

Today's Date Please

PLEASE RETURN EXTRA COPIES
FILE STAMPED

N. HENDRICKS JAN 30 1996

CH2E031 (1-89)

Florida Department of State, Jim Smith, Secretary of State

**STATEMENT OF CHANGE OF REGISTERED OFFICE OR REGISTERED
AGENT OR BOTH FOR CORPORATIONS**

Pursuant to the provisions of sections 607.0502, 617.0502, 607.1508, or 617.1508, Florida Statutes, the undersigned corporation organized under the laws of the State of Florida submits the following statement in order to change its registered office or registered agent, or both, in the State of Florida.

1a. The name of the corporation is: Coastal Physician Group Management, Inc.

1b. Date of incorporation 3-8-95 Document number P95000018985

2. The name and address of the current registered agent and office:

James L. Berger, 100 N.E. 3rd Ave., Ste. 400, Ft. Lauderdale, FL 33301

3. The name and address of the new registered agent and office:

(P.O. Box Not Acceptable)

C T Corporation System

1200 South Pine Island Road, Plantation, FL 33324

The street address of its registered agent and the street address of the business office of its registered agent as changed will be identical.

Such change was authorized by resolution duly adopted by its board of directors or by an officer so authorized by the board.

January 22, 1996

SIGNATURE

DATE

Walter E. Neely, Vice President

Typed or printed name and title

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 RELATIVE TO THE PROPER AND COMPLETE PERFORMANCE OF MY DUTIES, AND I AM FAMILIAR WITH AND ACCEPT THE OBLIGATION OF MY POSITION AS REGISTERED AGENT.

SIGNATURE BY: G. L. Hatfield

G. L. Hatfield, Assistant Secretary (Registered Agent)

DATE January 25, 1996

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

CR2E045 (7-91)

(FLA. - 2194 - 3/4/92)

FILING FEE: \$35.00

FILED
96 JAN 30 PM 3:57
TALLAHASSEE
SECRETARY OF STATE

Document Number Only

P95000018985

CT CORPORATION SYSTEM

660 EAST JEFFERSON STREET

Requestor's Name

TALLAHASSEE, FL 32301

Address

222-1092

City

State

Zip

Phone

CORPORATION(S) NAME

400001335134

-08/28/96--01115--017

****385.00 *****35.00

(Line 1 of 1)
Reinstatement &
Name Change &
(Line 2 of 1)

Humana Physicians Group Management, Inc.

- 96
AUG 19 11 36
FILED
- | | | |
|--|---|---|
| <input type="checkbox"/> Profit | <input checked="" type="checkbox"/> Amendment | <input type="checkbox"/> Merger |
| <input type="checkbox"/> NonProfit | | |
| <input type="checkbox"/> Limited Liability Co. | <input type="checkbox"/> Dissolution/Withdrawal | <input type="checkbox"/> Mark |
| <input type="checkbox"/> Foreign | | |
| <input type="checkbox"/> Limited Partnership | <input type="checkbox"/> Annual Report | <input type="checkbox"/> Other |
| <input type="checkbox"/> Reinstatement | <input type="checkbox"/> Reservation | <input type="checkbox"/> Change of R.A. |
| | | <input type="checkbox"/> Fictitious Name Filing |
| <input type="checkbox"/> Certified Copy | <input type="checkbox"/> Photo Copies | <input type="checkbox"/> CUS |
| <input type="checkbox"/> Call When Ready | <input type="checkbox"/> Call if Problem | <input type="checkbox"/> After 4:30 |
| <input checked="" type="checkbox"/> Walk In | <input type="checkbox"/> Will Wait | <input checked="" type="checkbox"/> Pick Up |
| <input type="checkbox"/> Mail Out | | |

Name	
Availability	8/20/96
Document Examiner	DDH
Updater	DDH
Verifier	DDH
Acknowledgment	DDH
W.P. Verifier	DDH

8/19

**ARTICLES OF AMENDMENT
AND RESTATEMENT OF
THE ARTICLES OF INCORPORATION OF
COASTAL PHYSICIAN GROUP MANAGEMENT, INC.**

96
FILED
AUG 19 PM 3:55

The undersigned does hereby certify that the following amendment and restatement of the Articles of Incorporation of, **Coastal Physician Group Management, Inc.** which amends, restates and integrates the Corporations' existing Articles of Incorporation as filed with the Florida Department of State on March 9, 1995, shall supersede the original Articles of Incorporation, and was approved by unanimous written consent of the Board of Directors and the sole shareholder of the Corporation dated August 15, 1996.

Pursuant to Section 607.194 and 607.187 of the Florida Business Corporation Act, the articles of incorporation of Coastal Physician Group Management, Inc. are hereby amended and restated to read as follows:

ARTICLE I - NAME:

The name of this Corporation is **Humana Physicians Group Management, Inc.**

ARTICLE II - PURPOSE:

The general purpose of which the Corporation is organized is to conduct any and all lawful business for which corporations may be organized under Chapter 607 of the Florida Statutes.

ARTICLE III - CAPITAL STOCK:

The Corporation is authorized to issue 1,000 shares of common stock, all of which shall be of the par value of \$1.00 per share.

ARTICLE IV - REGISTERED OFFICE AND AGENT

The street address of the Registered Office of the Corporation is c/o CT Corporation System, 1200 South Pine Island Road, Plantation, Florida 33324. The name of the Registered Agent of this Corporation at the above address is C T Corporation System.

Signed this 15 day of August, 1996.

COASTAL PHYSICIANS GROUP MANAGEMENT, INC.

BY: 

WALTER E. NEELY, VICE PRESIDENT

P95000018985

ARTICLES OF MERGER Merger Sheet

MERGING: -----

Corporation Name	STATE OF INCORPORATION
1 Bloomington Health Management Associates, Inc. K56205	FL
2 Boca Raton Health Management Associates, Inc. J17204	FL
3 Boynton Health Systems, Inc. K95689	FL
4 Care Corporation of Deerfield L51462	FL
5 Carrollwood Health Care Center, Inc. H27234	FL
6 Deerfield Health Systems, Inc. K91249	FL
7 Delray Harbor Medical Center, Inc. L59458	FL
8 Health Management Associates of America, Inc. L88612	FL
9 Humana Health Care Plans - Jacksonville, Inc. P95000019019	FL
10 Humana Physician Group Management, Inc. P95000018985	FL
11 Humana Physician Group of Hillsborough County, Inc. P94000092736	FL
12 Humana Physician Group of South Florida, Inc. J06616	FL
13 Lantana Health Systems, Inc. K95693	FL
14 Laverne Enterprises, Inc. P94000040138	FL
15 Lutz Medical Care, Inc. J166056	FL
16 MA of Deerfield, Inc. P94000014742	FL
17 Medical Associates of Boca Raton, Inc. H58665	FL
18 Medical Associates of West Boca Raton, Inc. J06619	FL
19 Medical Associates of West Palm Beach, Inc. F99787	FL
20 Medical Associates Systems, Inc. 662705	FL
21 Medical Management Associates of Coconut Creek, Inc. K07026	FL
22 Medical Management Associates of Deerfield, Inc. H28903	FL
23 Medical Management Associates of Lauderdale, Inc. M36984	FL
24 Medical Management Associates of Lauderdale, Inc. J97187	FL
25 Medical Management Associates of Margate, Inc. K07022	FL
26 Medical Management Associates of New Port Richey, Inc. S46841	FL
27 Medical Management Associates of Pompano, Inc. M36985	FL
28 Medical Management Associates of Riverland, Inc. M82352	FL
29 Medical Management Associates of Tamarac, Inc. K47256	FL
30 Medical Management Associates, Inc. K28805	FL
31 Medical Specialty Associates, Inc. H98405	FL
32 Midtown Health Care Center Management, Inc. L66052	FL
33 NFM Acquisition Company P94000048123	FL
34 North Federal Medical Center II, Inc. H15035	FL
35 North Federal Medical Center, Inc. G91807	FL
36 Palm Beach Gardens Health Management Associates, Inc. M83576	FL
37 Pompano Health Systems, Inc. K91308	FL
38 Refiner Health Management Associates, Inc. K31335	FL
39 South Dade Medical Health Care Center, Inc. J45151	FL
40 Southeast Health Systems, Inc. K92683	FL
41 Sun City Health Management Associates, Inc. K91741	FL
42 Trolls Management, Inc. V00587	FL
43 West Boca Raton Health Management Associates, Inc. M86382	FL

INTO

HUMANA INTERNAL MEDICINE ASSOCIATES OF DADE, INC. which changed its name to

HUMANA INTERNAL MEDICINE ASSOCIATES, INC., a Florida corporation,
P93000045230.

File date: December 26, 1996 . effective December 31, 1996

Corporate Specialist: Nancy Hendricks