

P95000031437

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. 1-800-342-8062
 FAX (904) 222-1222

NAME _____
 FIRM _____
 ADDRESS _____

PHONE () _____

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

To us via _____ Return via _____

Matter No.: _____ Express Mail No. _____

State Fee \$ _____ Our \$ _____

RECEIVED
 APR 21 1995
 CAPITAL CONNECTION, INC.
 TALLAHASSEE, FL 32301

DB 4/21/95

REQUEST	TAKEN	CONFIRMED	APPROVED
DATE _____	_____	_____	_____
TIME _____	_____	_____	CK No. _____
BY <u>He</u>	_____	_____	_____

WALK-IN Will Pick Up 4-21

RE: Natural and Fetal Medicine Associates, P.A.

	C.C. FEE.	DISBURSED
<input checked="" type="checkbox"/> Capital Express™		
<input checked="" type="checkbox"/> Art. of Inc. File		
<input type="checkbox"/> Corp. Record Search		
<input type="checkbox"/> Ltd. Partnership File		
<input type="checkbox"/> Foreign Corp. File		
<input checked="" type="checkbox"/> () Cert. Copy(s)		
<input type="checkbox"/> Art. of Amend. File		
<input type="checkbox"/> Dissolution/Withdrawal		
<input type="checkbox"/> C U S-		
<input type="checkbox"/> Fictitious Name File		
<input type="checkbox"/> Name Reservation		
<input type="checkbox"/> Annual Report/Reinstatement		
<input type="checkbox"/> Reg. Agent Service		
<input type="checkbox"/> Document Filing		
<input type="checkbox"/> Corporate Kit	300001462203	
<input type="checkbox"/> Vehicle Search	-04/21/95--01041--035	
<input type="checkbox"/> Driving Record	****122.50	****122.50
<input type="checkbox"/> Document Retrieval		
<input type="checkbox"/> UCC 1 or 3 File		
<input type="checkbox"/> UCC 11 Search		
<input type="checkbox"/> UCC 11 Retrieval		
<input type="checkbox"/> File No.'s, _____ Copies		
<input type="checkbox"/> Courier Service		
<input type="checkbox"/> Shipping/Handling		
<input type="checkbox"/> Phone ()		
<input type="checkbox"/> Top Priority		
<input type="checkbox"/> Express Mail Prep.		
<input type="checkbox"/> 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
MATERNAL AND FETAL MEDICINE ASSOCIATES, P.A.**

FILED
95 APR 21 PM 1:31
TALLAHASSEE, FLORIDA

The undersigned natural person, acting as Incorporator, for the purpose of forming a Professional Service Corporation for profit under the provisions of Chapter 607, Florida Business Corporation Act, and Chapter 621, Professional Service Corporation and Limited Liability Company Act, of the Florida Statutes, does hereby adopt the following Articles of Incorporation.

**ARTICLE ONE
NAME**

1.1 The name of the Corporation is **MATERNAL AND FETAL MEDICINE ASSOCIATES, P.A.**

**ARTICLE TWO
DURATION**

2.1 The term of existence of the Corporation is perpetual.

**ARTICLE THREE
PURPOSES**

3.1 The general nature and purposes of business to be transacted, promoted and conducted by the Corporation are as follows:

3.1.1 To engage in every aspect in the practice of medicine and all its fields of specializations, as are engaged in by medical physicians.

3.1.2 To engage and render the professional services involved only through its officers, agents and employees who shall be in good standing and duly licensed or otherwise legally

authorized within the State of Florida to render the same professional services as the Corporation.

3.1.3 To invest its funds in real estate, mortgages, stocks, bonds or any other type of investments permitted by law.

3.1.4 To engage in no other business other than the rendering of the professional services specified herein.

3.1.5 To do everything necessary and proper to accomplish the purposes herein set forth and to do anything incidental thereto which is not forbidden under the laws of the State of Florida and the United States.

ARTICLE FOUR CAPITAL STOCK

4.1 The aggregate number of shares which the Corporation has authority to issue is one thousand (1,000) shares, all of which shall be common shares with par value of One Cent (\$0.01).

4.2 Shares and stock certificates shall be issued only to medical physicians in good standing and duly licensed or otherwise legally authorized within the State of Florida to render the same professional services as the Corporation.

ARTICLE FIVE INITIAL REGISTERED AGENT AND ADDRESS

5.1 The name of the initial registered agent of the Corporation is **CHIMARAOKE O. NNAMANI, MD.** The street address of the initial registered office of the Corporation is 2001 Mercy Drive, Orlando, Florida 32808.

**ARTICLE SIX
PRINCIPAL OFFICE**

6.1 The street address of the principal office of the Corporation is 2001 Mercy Drive, Orlando, Florida 32808.

6.2 The mailing address of the Corporation is 2001 Mercy Drive, Orlando, Florida 32808.

**ARTICLE SEVEN
DIRECTORS**

7.1 The Corporation shall have an initial Board of Directors consisting of one person. The number of directors may be increased or decreased from time to time by a resolution of the majority of the stockholders but shall never be fewer than one. The name and address of the initial director of the Corporation is:

NAME	ADDRESS
CHIMARAOKE O. NNAMANI, MD	2001 Mercy Drive Orlando, Florida 32808

**ARTICLE EIGHT
INCORPORATOR**

8.1 The name and address of the Incorporator is **CHIMARAOKE O. NNAMANI, MD**, 2001 Mercy Drive, Orlando, Florida 32808.

**ARTICLE NINE
INDEMNIFICATION**

9.1 The Corporation shall have the power to indemnify, to the fullest extent permitted by law, its directors, officers, employees and agents.

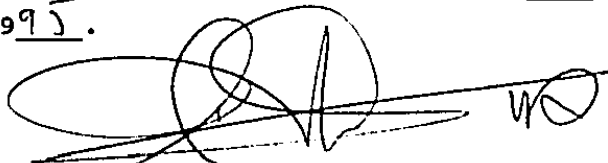
**ARTICLE TEN
AMENDMENT OF ARTICLES**

10.1 The Corporation reserves the right to amend or repeal any provisions contained in these Articles of Incorporation, or any amendment hereto, and any right conferred upon the stockholders is subject to this reservation.

**ARTICLE ELEVEN
SEVERANCE AND TERMINATION OF EMPLOYMENT**

11.1 If any officer, director, stockholder, agent or employee of the Corporation should become legally disqualified to render the professional services for which the Corporation is organized, or accepts employment which places restrictions or limitations on his/her continued rendering of such professional services, he/she shall forthwith sever all employment with the Corporation, and shall not thereafter participate or share, directly or indirectly, in any earnings or profits realized by the Corporation on account of professional services. The Corporation, upon such disqualification of any stockholder, shall forthwith purchase such stockholder's shares and pay him/her all amounts owing and lawfully due to him/her by the Corporation, except that such shares shall not be entitled to dividends.

IN WITNESS WHEREOF, the undersigned Incorporator has executed these Articles of Incorporation in the State of Florida, this 20th day of April, 1995.



CHIMARAKE O. NNAMANI, MD
Incorporator

**STATE OF FLORIDA
COUNTY OF ORANGE**

The foregoing instrument was acknowledged before me this 20th

day of APRIL, 1995, by **CHINARAOKE O. NNAMANI, MD.**

Christine Riffle



Personally known OR Produced Identification
Type of Identification Produced: Florida Driver's License

Having been named Registered Agent for **MATERNAL AND FETAL MEDICINE ASSOCIATES, P.A.**, I hereby 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 accept the duties and obligations of Section 607.0505, Florida Statutes (1993).

Date

4/20/95

[Signature]

CHINARAOKE O. NNAMANI, MD
Registered Agent

95 APR 21 PM 1:31
FBI - TAMPA