

P9500003150a

April 14, 1995

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

Re: Articles of Incorporation: Clinique of Plastic Surgery, Palm Beach, P.A.

Dear Sir/Madam:

Clinique of Plastic Surgery, Palm Beach, P.A.

Enclosed please find the original and a copy of the Articles of Incorporation necessary for the incorporation of ~~Renaissance Clinique, P.A.~~, along with a check in the amount of Seventy and 00/100 (70.00) Dollars for the filing fee.

Please file the original and stamp the copy to be returned in the self-addressed stamped envelope inclosed for your convenience.

Thank you for your assistance in this matter.

Sincerely,

Elizabeth A. Strapp
Elizabeth A. Strapp, Assistant to
Christian G. Drehsen, M.D.

/cas
Enclosure

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DIVISION OF CORPORATIONS

ARTICLES OF INCORPORATION
OF
CLINIQUE OF PLASTIC SURGERY, PALM BEACH, P.A.

The undersigned incorporators of these Articles of Incorporation, a natural person competent, hereby presents these Articles of Incorporation for the formation of a corporation under the laws of the state of Florida.

ARTICLE I. - NAME

The name of the corporation is CLINIQUE OF PLASTIC SURGERY, PALM BEACH, P.A.

ARTICLE II. - EXISTENCE

The Corporation shall come into existence immediately upon the filing of these Articles of Incorporation and shall have a perpetual existence thereafter.

ARTICLE III. - PURPOSE

The corporation nature of the business and the objects and purposes proposed to be transacted, promoted or carried on are to engage in any and all medical practices in the State of Florida.

ARTICLES IV. - CAPITAL STOCK

The Corporation is authorized to issue 1,000 shares of one dollar (\$1.00) par value common stock, which shall be designated as Common Stock.

ARTICLE V. - INITIAL CAPITAL

The amount of the capital with which the corporation shall begin business is \$1,000.00.

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ARTICLE VI. - SECTION 1244 STOCK

The Corporation, and the party hereto, shall take whatever action shall be necessary to cause the shares of the Corporation to qualify as "Section 1244 Stock", as such term is used and defined in the Internal Revenue Code of 1943, as amended and Regulations issued thereunder.

ARTICLE VII. - PRINCIPAL OFFICE

The post office address of the Corporation's principal business office is 2617 North Flagler Drive, Suite 112, West Palm Beach, Florida, 33407, and the name and address of its initial Registered Agent is Elizabeth A. Strapp, 2617 North Flagler Drive, Suite 112, West Palm Beach, Florida, 33407. The Board of Directors may from time to time move the Registered Agent's Office to any other office in the State of Florida.

ARTICLE VIII. - BOARD OF DIRECTORS

The initial Board of Directors shall consist of those directors whose names and addresses are as follows:

President/Treasurer: Christian G. Drehsen, M.D., 2617 North Flagler Drive, Suite 112, West Palm Beach, Florida, 33407; Vice President/Secretary: Elizabeth A. Strapp, 2617 North Flagler Drive, Suite 112, West Palm Beach, Florida, 33407; who shall hold office until their successor(s) shall be elected and qualified or until their earliest resignation or removal from office or death.

ARTICLE IX - INCORPORATOR

The name and address of the Incorporator to these Articles of Incorporation is: Christian G. Drehsen, M.D., 2617 North Flagler Drive, Suite 112, West Palm Beach, Florida, 33407.

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The incorporator of these Articles of Incorporation hereby assigns to the Corporation the rights under Section 607.164 and 607.176, Florida Statutes, to constitute a Corporation, and he hereby assigns to those persons designated by the Board of Directors any rights he may have as Incorporator to acquire any of the capitol stock of this Corporation, these assignments have been filed with and approved by the Secretary of State of the State of Florida, and the filing tax paid to the official.

ARTICLE X - CHAPTER S

The Directors shall be authorized to make a Declaration as may be necessary to cause the corporation to qualify for treatment as an "S" corporation under Section 1362 of the Internal Revenue Service Code.

ARTICLE XI - AMENDMENTS

The Articles of Incorporation may be amended in the manner provided by law. Every amendment shall be approved by the Board of Directors, proposed by them to the stockholders, and approved at a stockholder's meeting by a majority of the stock entitled to vote thereon, unless all of Directors and all shareholder's sign a written agreement manifesting their intention that a certain amendment of these Articles of Incorporation be made. All rights of the shareholders are subject to these reservations.

ARTICLE XII

The shareholders of the common stock of this Corporation shall have prescriptive rights to the shares of common stock or any other type of stock of this Corporation hereafter issued.

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IN WITNESS WHEREOF, the Incorporator above named, has hereunto set his hand and seal on this 14th day of April, 1995, for the purpose of forming this corporation under the laws of the State of Florida, and I make, subscribe, acknowledge and file in the Office of the Secretary of the State of Florida these Articles of incorporation and certify that the facts herein states as true.


CHRISTIAN G. DREHSEN, M.D.

STATE OF FLORIDA
COUNTY OF HILLSBOROUGH

The foregoing instrument was acknowledged before me this 14th day of April, 1995, by CHRISTIAN G. DREHSEN, M.D., who is personally known to me and who acknowledged the execution thereof to be his free act and deed for the uses and purposes therein mentioned.


Notary Public
State of Florida at Large

My Commission Expires:

OFFICIAL NOTARY SEAL
ELIZABETH A STRAPP
NOTARY PUBLIC STATE OF FLORIDA
COMMISSION NO. CC212911
MY COMMISSION EXP. JULY 7, 1996

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REGISTER AGENT'S ACCEPTANCE OF APPOINTMENT

In pursuance of Section 607.034, Florida Statutes, the following is submitted in compliance with said Act: Clinique of Plastic Surgery, Palm Beach, P.A., desiring to organize under the laws of the State of Florida with its principal office located at 2617 North Flagler Drive, Suite 112, West Palm Beach, Florida, 33407, has named Elizabeth A. Strapp as its Registered Agent.

ACKNOWLEDGEMENT

HAVING BEEN NAMED Registered Agent for the above named Corporation, at the place designated in this Certificate, I hereby accept to act in the capacity and agree to comply with the provisions of said Act relative to keeping open said office.


ELIZABETH A. STRAPP

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