LAW OFFICES OF

RICHARD M. KNELLINGER

TELEPHONE (WOAL 373-3334 FACRIMILE (WOAL 326-1214

308 BARNETT BANK BUILDING FRIS NORTHWEST THIRTEENTH STREET GAINESVILLE, PLORIDA 09600-2000

May 19, 1995

Secretary of State Division of Corporations Post Office Box 6327 Tallahassee, Florida 32314

Robert C. Nucci, M.D., P.A.

Dear Sir or Madam:

Enclosed are the following:

- Original executed Articles of Incorporation; and
- Our firm check in the amount of \$122.50.

Please file the Articles at your earliest convenience and return the Certificate of Incorporation to this office.

Sincerely,

Richard M. Knellinger /s/Kin Shoryson, Jr. RICHARD M. "RICK" KNELLINGER

RMK:sm

Enclosures 2

cc: Robert C. Nucci, M.D.

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ARTICLES OF INCORPORATION

OF

ROBERT C. NUCCI, M.D., P.A.

The undersigned, who is duly licensed to practice medicine in the State of Florida, desiring to form a professional corporation in accordance with the Florida Business Corporation Act and the Florida Professional Service Corporation and Limited Liability Company Act adopts the following Articles of Incorporation:

ARTICLE I

NAME

The name of the Professional Corporation is ROBERT C. NUCCI, M.D., P.A.

ARTICLE II

PURPOSE

The purpose for which the Corporation is organized is to practice the profession of medicine.

ARTICLE III

ELECTION UNDER PROFESSIONAL CORPORATION ACT

The Corporation elects to be governed by the provisions of the Florida Professional Service Corporation and Limited Liability Company Act.

ARTICLE IV

DURATION

The duration of the corporation is perpetual.

ARTICLE V

CAPITAL STOCK

The number of shares the Corporation is authorized to issue is seven thousand five hundred (7,500), all of which shall be common shares with par value of One Dollar (\$1.00).

ARTICLE VI

STATED CAPITAL

The amount of capital with which the Corporation shall begin business is One Thousand Dollars (\$1,000.00).

ARTICLE VII

REGISTERED OFFICE

The street address of the Corporation's initial registered office in this State is 1501 Alternate 19 South, Suite T, Tarpon Springs, Florida 34689. The initial registered agent at the registered office is Robert C. Nucci, M.D.

ARTICLE VIII

PRINCIPAL OFFICE

The mailing address of the initial principal office of the Corporation is 1501 Alternate 19 South, Suite T, Tarpon Springs, Florida 34689.

ARTICLE IX

INCORPORATOR

The name and post office address of the incorporator is:

Robert C. Nucci, M.D. 1501 Alternate 19 South, Suite T Tarpon Springs, FL 34689

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ARTICLE X

DIRECTORS

The initial Board of Directors shall consist of one member.

The name and address of the initial Director of the Board of Directors is as follows:

Robert C. Nucci, M.D. 1501 Alternate 19 South, Suite T Tarpon Springs, FL 34689

IN WITNESS WHEREOF, the undersigned incorporator has executed these Articles of Incorporation on the 19th day of May, 1995.

Robert C. Nucci. M.D.

ACCEPTACE AS REGISTERED AGENT

I, ROBERT C. NUCCI, M.D., the undersigned, do hereby accept designation as Registered Agent for the above-named corporation.

Robert C. Nucci, M.D.

STATE OF FLORIDA COUNTY OF ALACHUA

The foregoing instrument was acknowledged before me this 19th day of May, 1995 by Robert C. Nucci, N.D., who is personally known to me or who has produced a structure as identification.

NOTARY PUBLIC

