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TALLAHASSEE, FL 32301
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ACCOUNT NO. 500001514959

REFERENCE : 621100 9575A

AUTHORIZATION : Patricia Taylor

COST LIMIT : \$ 70.00

ORDER DATE : June 15, 1995

ORDER TIME : 4:17 PM

ORDER NO. : 621100

CUSTOMER NO: 9575A

CUSTOMER: C. Ted French, Esq.
DICKINSON & GIBBONS, P A

1750 Ringling Boulevard

Sarasota, FL 34236

DOMESTIC FILING

NAME: REGIONAL INDEPENDENT PHYSICIAN
ASSOCIATION, INC.

XX ARTICLES OF INCORPORATION
CERTIFICATE OF LIMITED PARTNERSHIP

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

CERTIFIED COPY
XX PLAIN STAMPED COPY
CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Andrea C. Mabry

EXAMINER'S INITIALS: T. BROWN JUN 16 1995

FILED
95 JUN 16 PM 1:02
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLES OF INCORPORATION
OF
REGIONAL INDEPENDENT PHYSICIAN ASSOCIATION, INC.

FILED
95 JUN 16 PM 1:02
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The undersigned, for the purpose of forming a corporation under the Florida General Corporation Act, do hereby adopt the following Articles of Incorporation:

Article 1. Name and Address. The name and address of the Corporation is: Regional Independent Physician Association, Inc., 1540 S. Tamiami Trail, Sarasota, Florida 34239.

Article 2. Duration. The duration of the Corporation is perpetual.

Article 3. Purpose. The general purposes for which the Corporation is organized are the following:

A. To engage in and transact any lawful business for which corporations may be incorporated under the Florida General Corporation Act. No other purpose limits this general purpose in any way.

B. To do such other things as are incidental to the purposes of the Corporation or necessary or desirable in order to accomplish them.

Article 4. Capital Stock. The aggregate number of shares which the Corporation is authorized to issue is 7,500 shares of common stock. Such shares shall be of a single class and shall have a par value of \$1.00 per share.

Article 5. Initial Registered Office and Agent. The street address of the initial Registered Office of the Corporation is 1750 Ringling Boulevard, Sarasota, Florida 34236, and the name of its initial Registered Agent at that address is C. Ted French.

Article 6. Initial Board of Directors. The number of Directors constituting the initial Board of Directors is one. The number of Directors may be increased or decreased from time to time in accordance with the Bylaws but shall never be less than one. The name and address of each initial Director of the Corporation is as follows:

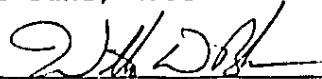
Randy B. Hartman, M.D.; 1540 S. Tamiami Trail, Sarasota, FL 34239;
Ponnuswamy Natarajan, M.D.; 1540 S. Tamiami Trail, Sarasota, FL 34239;
Geoffrey Liss, M.D.; 1540 S. Tamiami Trail, Sarasota, FL 34239.
William D. Baker; 1540 S. Tamiami Trail, Sarasota, FL 34239

Article 7. Incorporators. The name and address of each Incorporator is as follows:

Ponnuswamy Natarajan, M.D.; 1540 S. Tamiami Trail,
Sarasota, FL 34239;
William D. Baker; 1540 S. Tamiami Trail, Sarasota, FL 34239

Article 8. Amendment. The Corporation reserves the right to amend or repeal any provisions contained in these Articles of Incorporation or any amendment to them, and any right conferred upon the Shareholders is subject to this reservation.

IN WITNESS WHEREOF, the undersigned have signed these Articles of Incorporation on this 13TH day of June, 1995.



William D. Baker, Incorporator

STATE OF FLORIDA)
 : SS.
COUNTY OF SARASOTA)

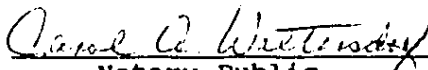
Before me personally appeared WILLIAM D. BAKER to me personally known and known to me to be the person described in and who executed the foregoing Articles of Incorporation and acknowledged to and before me that he executed said instrument for the purposes therein expressed and he did not take an oath.

WITNESS my hand and official seal this 13TH day of JUNE, 1995.



CAROL A. WALTERS
My Commission CC430148
Expires Dec 28 1998
Bonded by HAI
800-422 1555

My Commission Expires: 12-28-98

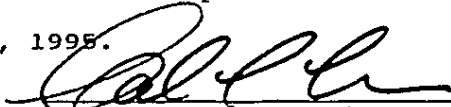


Notary Public
Print name: Carol A. Walters

ACCEPTANCE BY REGISTERED AGENT

The undersigned hereby accepts the appointment as Registered Agent of Regional Independent Physician Association, Inc., which is contained in the foregoing Articles of Incorporation.

DATED this 13TH day of June, 1995.



C. Ted French, Registered Agent