

P95000049676
NASON, GILDAN, YEAGER, GERSON & WHITE, P.A.

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NATHAN E. NASON
MARK A. PACIEMAN
M. RICHARD BAPIR
GREGORY L. SCOTT
JOHN WHITE II
THOMAS J. YEAGER

June 20, 1995

Office of the Secretary of State
Division of Corporations
State of Florida
P.O. Box 6327
Tallahassee, FL 32301

000001521880
-06/23/95--01047--017
****122.50 ****122.50

Re: Trauma/Critical Care Surgeons, Inc.
Our File: 4622/9785

To Whom It May Concern:

In connection with the proposed incorporation of Trauma/-Critical Care Surgeons, Inc., enclosed please find one duly executed original and one copy of Articles of Incorporation in the name of the corporation. Also enclosed is a check made payable to the Department of State in the amount of One Hundred Twenty-two and 50/100 Dollars (\$122.50) representing the appropriate filing fee, the Registered Agent fee and the fee to obtain a certified copy of the filed Articles.

Please endorse your approval of these Articles and return the certified copy directly to the undersigned as soon as possible.

Thank you.

Very truly yours,

NASON, GILDAN, YEAGER, GERSON
& WHITE, P.A.

Ronald A. Burgess
Ronald A. Burgess
Corporate Paralegal

Enclosures
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SECRETARY OF STATE
TALLAHASSEE FLORIDA

**ARTICLES OF INCORPORATION
OF
TRAUMA/CRITICAL CARE SURGEONS, INC.**

I, the undersigned incorporator, hereby make, acknowledge and file these Articles of Incorporation for the purpose of forming a corporation pursuant to Section 607 of the Florida Corporation Act.

ARTICLE I

NAME

The name of this Corporation shall be:

TRAUMA/CRITICAL CARE SURGEONS, INC.

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SECRETARY OF STATE
TALLAHASSEE FLORIDA

ARTICLE II

ADDRESS

The principal office and the mailing address of the corporation is:

1411 N. Flagler Drive
Suite 8300
West Palm Beach, FL 33401

ARTICLE III

AUTHORIZED SHARES

The Corporation shall be authorized to create and issue One Thousand (1,000) shares of Common Stock having a par value of One Cent (\$.01) per share. All shares shall be of the same class and all shareholders shall have unlimited voting rights.

ARTICLE IV

INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial registered office of this Corporation in the State of Florida shall be:

1645 Palm Beach Lakes Boulevard
Suite 1200
West Palm Beach, FL 33401

The name of the initial registered agent of this Corporation at that address shall be:

Domenick R. Lioce

ARTICLE V

BOARD OF DIRECTORS

The powers of the Corporation shall be exercised by or under the authority of, and the business and affairs of the Corporation shall be managed under the direction of, a Board of Directors, which shall have two (2) directors initially. The number of directors may be increased or decreased from time to time as provided in the By-laws (but at no time shall there be less than one (1) director of the Corporation).

ARTICLE VI

INCORPORATOR

The name and street address of the incorporator signing these Articles of Incorporation is as follows:

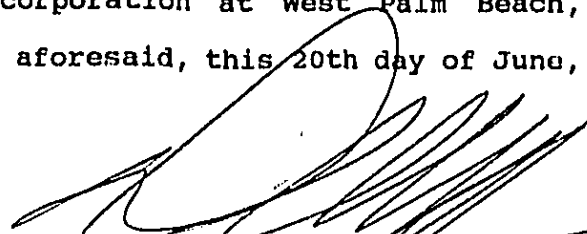
Name

Domenick R. Lioce

Street Address

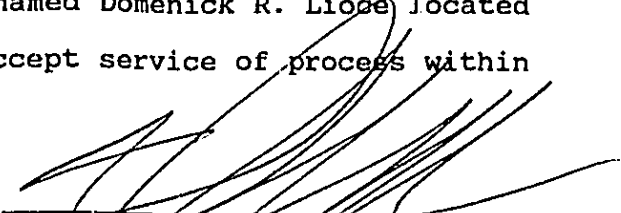
1645 Palm Beach Lakes Boulevard
Suite 1200
West Palm Beach, FL 33401

IN WITNESS WHEREOF, the undersigned incorporator has made and subscribed these Articles of Incorporation at West Palm Beach, Florida, for the uses and purposes aforesaid, this 20th day of June, 1995.

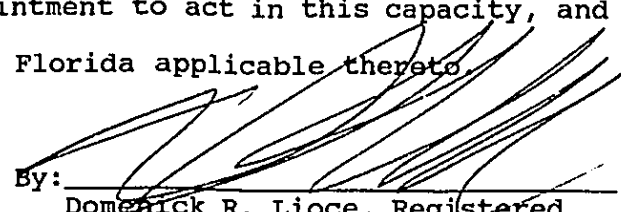

Domenick R. Lioce, Incorporator

DESIGNATION AND ACCEPTANCE
OF
REGISTERED AGENT

In pursuance of Section 48.091 and Chapter 607, Florida Statutes, Trauma\Critical Care Surgeons, Inc., having filed its Articles of Incorporation contemporaneously herewith, with its registered office as indicated therein at 1645 Palm Beach Lakes Boulevard, Suite 1200, West Palm Beach, Florida 33401, has named Domenick R. Lioce located thereat as its registered agent to accept service of process within this State.

By: 
Domenick R. Lioce, Incorporator

Having been named as registered agent to accept service of process for the above-stated corporation, at the location designated herein, I hereby accept the appointment to act in this capacity, and agree to comply with the laws of Florida applicable thereto.

By: 
Domenick R. Lioce, Registered Agent

NASON, GILDAN, YEAGER, GERSON & WHITE, P.A.

ATTORNEYS AT LAW

UNITED NATIONS PLAZA, FLOOR 12
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JOHN J. MEDIVITT
PATRICIA C. NASON
MARK A. PACHMAN
M. RICHARD SAPIR
GREGORY L. SCOTT
JOHN WHITE II
THOMAS J. YEAGER

October 16, 1995

Office of the Secretary of State
Division of Corporations
State of Florida
P.O. Box 6327
Tallahassee, FL 32301

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-10/18/95--01080--008
*****87.50 *****87.50

Re: Trauma/Critical Care Surgeons, Inc.
Our File: 4712/9975

To Whom It May Concern:

In connection with the proposed change of corporate name of the above-referenced corporation to "Trauma/Critical Care Surgeons, P.A.", enclosed please find one duly executed original and one copy of Articles of Amendment. Also enclosed is a check made payable to the Department of State in the amount of \$87.50 representing the appropriate filing fee and the fee to obtain a certified copy of the filed Articles.

Please endorse your approval of these Articles and return the certified copy directly to the undersigned as soon as possible.

Thank you.

Very truly yours,

NASON, GILDAN, YEAGER, GERSON
& WHITE, P.A.

Ronald A. Burgess

Ronald A. Burgess
Corporate Paralegal

Enclosures
cc: Domenick R. Lioce, Esq.
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95 OCT 18 AM 9:46
SEC. OF STATE
DIVISION OF CORPORATIONS

ARTICLES OF AMENDMENT

1. In accordance with Section 607.1001 of the Florida Business Corporation Act, the following provision of the Articles of Incorporation of Trauma/Critical Care Surgeons, Inc., a Florida corporation (hereinafter referred to as the "Corporation"), filed with the Office of the Secretary of State in Tallahassee, Florida on June 23, 1995 be, and it hereby is, amended as follows:

Article I - NAME be, and it hereby is, amended to read as follows:

"ARTICLE I - NAME

The name of the Corporation shall be:

TRAUMA/CRITICAL CARE SURGEONS, P.A."

Article VII - Purpose be, and it hereby is, added as an additional provision and is set forth as follows:

"ARTICLE VII - PURPOSE

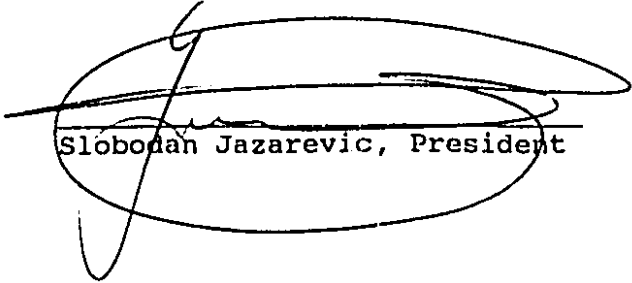
The Corporation may engage in every aspect of the business of rendering the same professional services to the public that a physician, duly licensed under the laws of the State of Florida, is authorized to render. The Corporation may engage or transact in any or all lawful activities or business permitted under the laws of the United States, the State of Florida or any other state, country, territory or nation."

2. There are no designated voting groups.

3. The foregoing amendment was unanimously adopted by the Stockholders and Directors of the Corporation on the 27th day of September, 1995 and the number of votes cast were sufficient to approve and adopt the foregoing amendment.

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DIVISION OF CORPORATIONS
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IN WITNESS WHEREOF, the undersigned President of the Corporation has executed these Articles of Amendment this 11th day of October, 1995.



Slobodan Jazarevic, President

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DIVISION OF CORPORATIONS
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