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FLORIDA DEPARTMENT OF STATE

July 3, 1995

Sandra B. Mortham
Secretary of State

FRANK FINKBEINER, ESQ.
105 E ROBINSON ST., SUITE 301
ORLANDO, FL 32801

SUBJECT: INTERNATIONAL VASCULAR CLINICS, INC.
Ref. Number: W95000013402

FILED
JUL 11 1995
TALLAHASSEE, FL

We have received your document for INTERNATIONAL VASCULAR CLINICS, INC. and your check(s) totaling \$122.50. However, the enclosed document has not been filed and is being returned for the following correction(s):

The document must contain written acceptance by the registered agent, (i.e. "I hereby am familiar with and accept the duties and responsibilities as registered agent for said corporation"); and the registered agent's signature.

Please return your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (904) 487-6922.

Bobbie Eldridge
Senior Corporate Section Administrator

Letter Number: 395A00032287

ARTICLES OF INCORPORATION
OF
INTERNATIONAL VASCULAR CLINICS, INC.

ARTICLE I: NAME

The name of this corporation is INTERNATIONAL VASCULAR CLINICS, INC.

ARTICLE II: DURATION

This corporation shall exist perpetually, commencing on the date of execution and acknowledgment of these Articles of Incorporation.

ARTICLE III: PURPOSE

This corporation is organized for the purpose of engaging in any and all activities or business permitted under the laws of the State of Florida and the United States of America.

ARTICLE IV: CAPITAL STOCK

Initial Issue. One Hundred (100) shares of stock of the corporation shall be issued for cash or notes at a value of \$1.00 per share.

ARTICLE V: PRINCIPAL OFFICE AND REGISTERED AGENT

The address of the principal office of this corporation is 10265 Gandy Boulevard, Apt. 1813, St. Petersburg, FL 33702 and the name of the registered agent of this corporation is Frank G. Finkbeiner.

ARTICLE VI: INITIAL BOARD OF DIRECTORS

This corporation shall have one Director initially. The number of Directors may be either increased or decreased from time to time by the By-Laws of the corporation, but shall never be less than one (1). The name and address of the Directors of this corporation until the first annual meeting of the Shareholders or until their successor(s) be elected and qualified are as follows:

Joseph S. Gregorius, III
10265 Gandy Boulevard, Apt. 1813
St. Petersburg, FL 33702

Simone A. Depraz
2344 Bee Ridge Road, Suite 103
Sarasota, FL 34239

ARTICLE VII: INDEMNIFICATION

The corporation shall indemnify any officer or director, or any former officer or director, to the fullest extent permitted by law.

ARTICLE VIII: INCORPORATOR

The name and address of the person signing these Articles of Incorporation is:

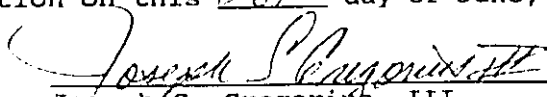
Joseph S. Gregorius, III
10265 Gandy Boulevard, Apt. 1813
St. Petersburg, FL 33702

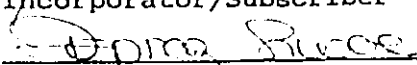
Simone A. Depraz
2344 Bee Ridge Road, Suite 103
Sarasota, FL 34239

ARTICLE IX: PREEMPTIVE RIGHTS

The Shareholders of the corporation shall have preemptive rights to acquire their prorata share of stock of the corporation for all issues of any class of stock of the corporation, no matter when authorized, and for whatever consideration is contemplated to be received by the corporation, including but not limited to cash, other property, services, the acquisition of other corporations' shares or property through merger or the extinguishment of debts. Preemptive rights shall apply to the reissuance of all redeemed or otherwise acquired shares, including the reissuance of treasury shares.

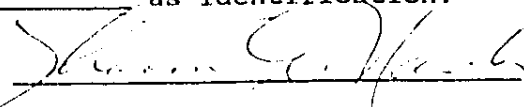
IN WITNESS WHEREOF, the undersigned subscriber has executed these Articles of Incorporation on this 20th day of June, 1995.

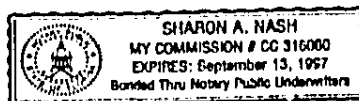

Joseph S. Gregorius, III
Incorporator/Subscriber


Simone A. Depraz
Incorporator/Subscriber

STATE OF FLORIDA
COUNTY OF ORANGE

The foregoing instrument was acknowledged before me this 15th
day of June, 1995, by Joseph S. Gregorius, III and
Simone A. Depraz, Incorporators of INTERNATIONAL VASCULAR
CLINICS, INC., a Florida corporation, on behalf
of the Corporation. They are personally known to me or have
produced _____ as identification.


Notary Public-State of Florida
My commission expires:



DESIGNATION OF REGISTERED AGENT
AND REGISTERED OFFICE

FRANK G. FINKBEINER, is heroby designated as Registered Agent for INTERNATIONAL VASCULAR CLINICS, INC., a corporation formed and existing under the laws of the State of Florida.

The designated registered office of FRANK G. FINKBEINER is 105 E. Robinson Street, Suite 301, Orlando, FL 32801.

DATED this 20th day of June, 1995.

BY: Joseph S. Gregorius III
JOSEPH S. GREGORIUS, III,
Director

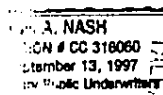
BY: Simone A. Depraz
SIMONE A. DEPRAZ, Director

STATE OF FLORIDA
COUNTY OF ORANGE

BEFORE ME, the undersigned authority, this day personally appeared JOSEPH S. GREGORIUS, III and SIMONE A. DEPRAZ, who upon being first duly sworn, deposes and says that they are the Directors of INTERNATIONAL VASCULAR CLINICS, INC., and that they have read the above and that the same is true and correct to the best of their knowledge and belief.

WITNESS my hand and seal in the County and State last aforesaid this 20th day of June, 1995.

Sharon A. Nash
Notary Public -
My Commission Expires:



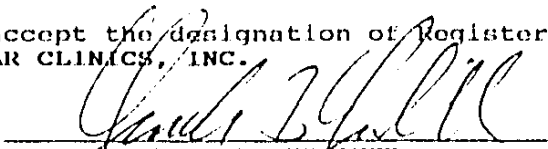
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JUL 11 1995

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FILED

ACCEPTANCE OF DESIGNATION
OF REGISTERED AGENT

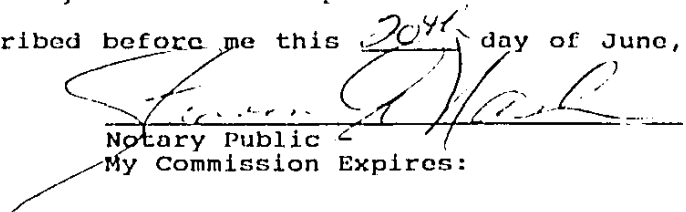
I HEREBY CERTIFY that I accept the designation of Registered Agent of INTERNATIONAL VASCULAR CLINICS, INC.


FRANK G. FINKBEINER

STATE OF FLORIDA
COUNTY OF ORANGE

BEFORE ME, the undersigned authority, this day personally appeared FRANK G. FINKBEINER, well known to me to be the person described herein and who certified before me that he accepts the designation of Registered Agent of this Corporation.

SWORN TO and subscribed before me this 20th day of June, 1995.


Notary Public
My Commission Expires:



FILED
95 JUN 11 PM 7:53
CLERK OF DISTRICT COURT
JUDICIAL CIRCUIT IN AND FOR THE
SEVENTH JUDICIAL CIRCUIT
TALLAHASSEE, FLORIDA