ocument Number Only 100549 C T CORPORATION SYSTEM Requestor's Name 660 East Jefferson Street 000001538890 -07/17/95--01036--010 Address Tallahassee, Florida 32301 ****122.50 ****122.50 City State Phone 904-222-1092 **CORPORATION(S) NAME** Medical Towestment Group YA)Profit - Alticles () NonProfit () Amendment () Merger () Limited Liability Company () Foreign () Dissolution/Withdrawal () Mark () Limited Partnership () Annual Report () Other () Reinstatement () Reservation () Change of R.A. () Fictitious Name Certified Copy () Photo Copies () CUS/ G/S () Call When Ready () Call if Problem () After 4:30 ¥}-Walk In () Will Walt **KLPIck Up** () Mail Out Name Availability 7/17/95 PLEASE RETURN EXTRA COPY(S) Document FILE STAMPED Examiner 3:00 Updater Verlier

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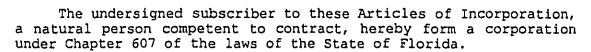
Acknowledgment

W.P. Verifier

ARTICLES OF INCORPORATION

OF

MEDICAL INVESTMENT GROUP INC.



ARTICLE I. NAME

The name of the corporation shall be:

Medical Investment Group Inc.

The principal place of business of this corporation shall be 10283 N.W. 46th Street, Sunrise, Florida, 33351

ARTICLE II. NATURE OF BUSINESS

This 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.

ARTICLE III. CAPITAL STOCK

The maximum number of shares of capital stock that this corporation is authorized to have outstanding at any one time is Ten Thousand (10,000) shares. The shares of stock are entitled to one vote for each share held on all matters submitted to a vote of shareholders and do not have cumulative voting.

ARTICLE IV. ADDRESS

The name and street address of the registered agent of the Corporation is CT Corporation Systems, 1200 S. Pine Island Road, Plantation, Florida, 33324.

ARTICLE V. TERM OF EXISTENCE

This corporation is to exist perpetually.



ARTICLE VI. OFFICERS AND DIRECTORS

The name and street address of the inital Board of Directors is as follows:

Peter S. Knezevich 10283 N.W. 46th Street Sunrise, Florida 33351

ARTICLE VII. INDEMNIFICATION

- 1. So long as permitted by law, no director of the corporation shall be personally liable to the corporation or its shareholders for damages for breach of any duty owed by such person to the corporation or its shareholders; provided, however, that, to the extent required by applicable law, this Article shall not relieve any person from liability for any breach of duty based upon an act or omission (i) in breach of such person's duty of loyalty to the corporation or its shareholders, (ii) not in good faith or involving a knowing violation of law or (iii) resulting in receipt by such person of an improper personal benefit. No amendment to or repeal of this Article and no amendment, repeal or termination of effectiveness of any law authorizing this Article shall apply to or effect adversely any right or protection of any director for or with respect to any acts or omissions of such director occurring prior to such amendment, repeal or termination of effectiveness.
- 2. So long as permitted by law, no officer of the corporation shall be personally liable to the corporation or its shareholders for damages for breach of any duty owed by such person to the corporation or its shareholders; provided, however, that, to the extent required by applicable law, this Article shall not relieve any person from liability for any breach of duty based upon an or omission (i) in breach of such person's duty of loyalty to the corporation or its shareholders, (ii) not in good faith or involving a knowing violation of law or (iii) resulting in receipt by such person of an improper personal benefit. No amendment to or repeal of this Article and no amendment, repeal or termination of effectiveness of any law authorizing this Article shall apply to or effect adversely any right or protection of any director for or with respect to any acts or omissions of such officer occurring prior to such amendment, repeal or termination of effectiveness.
- 3. To the extent that a Director, Officer, or other corporate agent of this corporation has been successful on the

merits or otherwise in defense of any civil or criminal action, suit, or proceeding referred to in sections (a) and (b), above, or in defense of any claim, issue, or matter therein, he shall be indemnified against any expenses (including attorneys' fees) actually and reasonably incurred by him in connection therewith.

4. Expenses incurred by a Director, Officer, or other corporate agent in connection with a civil or criminal action, suit, or proceeding may be paid by the corporation in advance of the final disposition of such action suit, or proceeding as authorized by the Board of Directors upon receipt of an undertaking by or on behalf of the corporate agent to repay such amount if it shall ultimately be determined that he is not entitled to be indemnified.

IN WITNESS WHEREOF, the incorporator has executed these Articles of Incorporation this 13th day of July, 1995.

Peter S Knezevich

[NOTARIZATION PAGE FOLLOWS]

STATE OF FLORIDA) : ss.
COUNTY OF BROWARD)

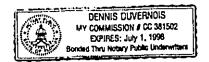
BEFORE ME, a Notary Public authorized to take acknowledgments in the State and County set forth above, personally appeared Peter S. Knezevich known to be and known by me to be the person who executed the foregoing Articles of Incorporation, and he acknowledged before me that he executed those Articles of Incorporation and presented the following form of identifications: Drivers License.

IN WITNESS WHEREOF, I have set my hand and seal in the State and County above, this 13 day of July, 1995.

Notary Public

State of Florida at Large

My C on Expires:



CERTIFICATE DESIGNATING REGISTERED AGENT AND AFCAPACE OF BUSINESS OR DOMICTLE FOR THE SERVICE OF PROCESS WITHIN FLORIDA, AND ACCEPTANCE OF AGENT UPON WHOM PROCESS MAY BE SERVED

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In compliance with Sections 48.091 and 607.034, Florida Statutes, the following is submitted:

That Medical Investment Group Inc. desiring to organize or qualify under the laws of the State of Florida, with its principal place of business at 10283 N.W. 46th Street, Sunrise, Florida, has named C.T. Corporate Systems as its agent to accept service of process within Florida.

Dated: July 13, 1995

Peter S. Knezevick

Having been named to accept service of process for the above named corporation, at the place designated in this certificate, I hereby agree to act in this capacity, and I further agree to comply with the provisions of all statutes relative to the proper performance of my duties.

Registered Agent

BABARA A, BURKE SPECIAL ASSISTANT SECRE