

LAW OFFICES OF  
**JOEL R. LAVENDER & ASSOCIATES, P.A.**

507 Southeast 11th Court  
Fort Lauderdale, Florida 33316-1145

Tel: (305) 522-5101  
Fax: (305) 523-1221

*P95000059609*

28 July, 1995

Corporate Records Bureau  
Department of State  
Division of Corporations  
P.O. Box 6327  
Tallahassee, Florida 32301

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-07/31/95--01054--018  
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Re: **Articles of Incorporation**

Gentlemen:

Enclosed herewith, in duplicate, please find Articles of Incorporation for the following new corporation:

LAUDERDALE IMMUNOLOGY ASSOCIATES, P.A.

Also enclosed is my check in the amount of \$122.50 for filing the Articles of Incorporation and a certified copy to be returned to the undersigned at the above-referenced address.

If you have any questions, please do not hesitate to contact me.

Very truly yours,

*[Signature]*  
JOEL R. LAVENDER

JRL:vab  
Enc.

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SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

*[Large handwritten flourish]*  
*8/2*

ARTICLES OF INCORPORATION  
OF

LAUDERDALE IMMUNOLOGY ASSOCIATES, P.A.

The undersigned subscriber to these Articles of Professional Service Corporation, being natural persons competent to contract, and admitted to practice as a medical physician under the laws of the State of Florida, desires to establish a Professional Service Corporation under the laws of the State of Florida.

ARTICLE I

NAME

The name of this corporation is: LAUDERDALE IMMUNOLOGY ASSOCIATES, P.A.

ARTICLE II

NATURE OF BUSINESS

The general nature of the business to be transacted by this Corporation is: the practice of medicine by graduate physicians licensed to practice in the State of Florida, the furnishing of related clinical services and the lease or purchase of such real and personal property as is necessary for the rendering of this practice.

The investment of funds in real estate, mortgages, stocks, bonds, or any other type of investments.

To contract debts and borrow money, issue and sell or pledge bonds, debentures, notes and other evidences of indebtedness and execute such mortgages, transfers of corporate property, or other instruments to secure the payment of corporate indebtedness as required.

To purchase the corporate assets of, merge, or consolidate with any other domestic corporation engaged in the same character of business.

The redemption, purchase, retention, sale and transfer of its own capital stock.

The creation of employee benefit plans and trusts incidental thereto.

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SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

ARTICLE III  
CAPITAL STOCK

The capital stock of this corporation shall be five hundred (500) shares of One Dollar (\$1.00) par value common stock. Said stock shall be issued pursuant to a plan under Section 1244 of the Internal Revenue Code of 1986, as amended.

All of said stock shall be payable in cash, or property, other than stock or securities, in lieu of cash, at a just valuation to be determined by the Board of Directors of this corporation.

ARTICLE IV  
INITIAL CAPITAL

The amount of capital with which this corporation will begin business shall not be less than Five Hundred Dollars (\$500.00).

ARTICLE V  
TERM OF EXISTENCE

This corporation shall exist perpetually.

ARTICLE VI  
ADDRESS

The initial post office address of the principal office of this corporation in the State of Florida is 1400 East Oakland Park Boulevard, Suite 100, Fort Lauderdale, Florida 33334. The Board of Directors may from time to time move the principal office to any other address in Florida.

ARTICLE VII  
DIRECTORS

This corporation shall have two (2) directors initially. The number of directors may be increased or diminished from time to time by By-Laws adopted by the Stockholders.

ARTICLE VIII  
INITIAL DIRECTORS

The names and post office addresses of the members of the first Board of Directors are:

Name	Address
STEPHEN A. RENYE, M.D.	1749 Northeast 26th Street Suite F

Fort Lauderdale, Florida  
33305

DAVID G. DROLLER, M.D., F.A.C.P. 5333 North Dixie Highway, #208  
Fort Lauderdale, Florida 33334

#### ARTICLE IX

##### INITIAL OFFICERS

The names and post office addresses of the first Officers are:

Name and Address	Title
STEPHEN A. RENAE, M.D. 1749 Northeast 26th Street Suite F Fort Lauderdale, Florida 33305	President
DAVID G. DROLLER, M.D., F.A.C.P. 5333 North Dixie Highway #208 Fort Lauderdale, Florida 33334	Secretary and Treasurer

#### ARTICLE X

##### SUBSCRIBER

Name and Address	Shares	Consideration
STEPHEN A. RENAE, M.D. 1749 Northeast 26th Street Suite F Fort Lauderdale, Florida 33305	250	\$ 250.00
DAVID G. DROLLER, M.D., F.A.C.P. 533 North Dixie Highway #208 Fort Lauderdale, Florida 33334	250	\$ 250.00

#### ARTICLE XI

##### AMENDMENT

These Articles of Incorporation may be amended in the manner provided by law. Every amendment shall be approved by the Board of Directors, proposed by them to the stockholders and approved at a stockholders' meeting by a majority of the stock entitled to vote thereon, unless all the directors and all the stockholders sign a written statement manifesting their intention that a certain amendment of these Articles of Incorporation be made.

#### ARTICLE XII

##### LIMITATIONS ON CORPORATE STOCK

1. No one other than an individual who is duly licensed as a medical physician under the laws of the State of Florida may own

any corporate stock in this corporation; nor may any stockholder enter into a voting trust agreement or any other type agreement vesting another person with the authority to exercise the voting power of any or all of his stock.

2. If any officer, stockholders, agent or employee of this corporation who has been rendering professional services to the public becomes legally disqualified to render such services within the State of Florida or is elected to a public office or accepts employment that, pursuant to existing law, places restrictions or limitations upon his continued rendering of such professional services, he shall sever all employment with, and financial interest in the corporation.

3. No stockholder of the corporation may sell or transfer his stock in this corporation except to another individual who is eligible to be a stockholder of the corporation.

#### ARTICLE XIII

##### EFFECTIVE DATE

The effective date of this corporation shall be the date as filed with the office of the Secretary of State.

#### ARTICLE XIV

##### INITIAL REGISTERED AGENT AND OFFICE

The street address of the initial Registered Office of this corporation is 507 Southeast 11th Court, Fort Lauderdale, Florida 33316 and the name of the initial Registered Agent of this corporation at that address is JOEL R. LAVENDER.

IN WITNESS WHEREOF, the undersigned, being the original subscribers to the capital stock hereinabove named, for the purposes of forming a corporation to do business in the State of Florida, under the laws of the State of Florida, do make and files these Articles of Incorporation, hereby declaring and certifying that the facts herein stated are true and do agree to take the

number of shares hereinabove set forth, and hereunto set our hands and seals this 28 day of July, 1995.

Stephen A. Renae  
STEPHEN A. RENAE, M.D.  
Subscriber

David G. Droller  
DAVID G. DROLLER, M.D., F.A.C.P.

STATE OF FLORIDA  
COUNTY OF BROWARD

The foregoing instrument was acknowledged before me this 28 day of July, 1995, by who STEPHEN A. RENAE, M.D. and DAVID G. DROLLER, M.D., F.A.C.P. (is personally known to me/has produced \_\_\_\_\_ as identification) and who (did/did not) take an oath.  
(SEAL)

John  
Please Print Name: \_\_\_\_\_

Notary Public, State of Florida at Large  
Serial No. (if any): \_\_\_\_\_



~~STATE OF FLORIDA  
COUNTY OF BROWARD~~

~~The foregoing instrument was acknowledged before me this \_\_\_\_\_ day of July, 1995, by who STEPHEN A. RENAE, M.D., (is personally known to me/has produced \_\_\_\_\_ as identification) and who (did/did not) take an oath.  
(SEAL)~~

~~\_\_\_\_\_  
Please Print Name: \_\_\_\_\_~~

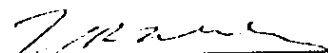
~~Notary Public, State of Florida at Large  
Serial No. (if any): \_\_\_\_\_~~

CERTIFICATE DESIGNATING PLACE OF BUSINESS OR DOMICILE  
FOR THE SERVICE OF PROCESS WITHIN THIS STATE, NAMING AGENT  
UPON WHOM PROCESS MAY BE SERVED

In pursuance of Chapter 48,091, Florida Statutes, the following is submitted in compliance with said Act:

First -- That LAUDERDALE IMMUNOLOGY ASSOCIATES, P.A. desiring to organize under the laws of the State of Florida, with its principal office, as indicated in the Articles of Incorporation at 1400 East Oakland Park Boulevard, Suite 100, Fort Lauderdale, Florida 33334 State of Florida, has named JOEL R. LAVENDER at 507 Southeast 11th Court, in the City of Fort Lauderdale, State of Florida, as its agent to accept service of process within this State.

Having been named to accept services of process for the above stated corporation, at place designated in this Certificate, I hereby accept to act in this capacity, and agree to comply with the provisions of said Act relative to keeping open said office.

  
JOEL R. LAVENDER  
Registered Agent

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SECRETARY OF STATE  
TALLAHASSEE, FLORIDA