

1201 HAYS STREET
TALLAHASSEE, FL 32301

800-342-8086

904-393-1000



Handwritten: P1500060402

ACCOUNT NO. : 072100000032

REFERENCE : 638271 86901Q

AUTHORIZATION :

COST LIMIT : \$ PPD

ORDER DATE : July 12, 1995

ORDER TIME : 10:30 AM

ORDER NO. : 638271

Stamp: 800001535783
-07/12/95--01049--006
****122.50 ****122.50

CUSTOMER NO: 86901Q

CUSTOMER: Ms. Jennifer Connors - 86901q
PRENTICE HALL LEGAL &
FINANCIAL SERVICES, INC.
1 Biscayne Tower
2 South Biscayne Blvd, #1810
Miami, FL 33131

DOMESTIC FILING

NAME: FRANCISCO J. BORJA, M.D., P.A.

XX ARTICLES OF INCORPORATION
CERTIFICATE OF LIMITED PARTNERSHIP

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

XX CERTIFIED COPY
PLAIN STAMPED COPY
CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Sebrene Randolph

EXAMINER'S INITIALS:

T. BROWN AUG - 4 1995

Stamp: FILED
95 AUG - 4 PM 2:32
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Handwritten: ~~1500060402~~

Handwritten: ~~625, 615~~



FLORIDA DEPARTMENT OF STATE

July 12, 1995

Sandra B. Mortham
Secretary of State

CSC NETWORKS
1201 HAYS STREET
TALLAHASSEE, FL 32301

SUBJECT: FRANCISCO J. BORJA, M.D., P.A.
Ref. Number: W95000014028

We have received your document for FRANCISCO J. BORJA, M.D., P.A. 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 effective date is not acceptable since it is not within five working days of the date of receipt.

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) 487-6932.

Teresa Brown
Corporate Specialist

Letter Number: 495A00033501

ARTICLES OF INCORPORATION
OF
FRANCISCO J. BORJA, M.D., P.A.

FILED
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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The undersigned, acting as incorporator of a corporation under the Professional Service Corporation Act and other laws of the State of Florida, adopts the following articles of incorporation for such corporation.

FIRST: The name of the corporation is FRANCISCO J. BORJA, M.D., P.A.

SECOND: Corporate existence shall commence upon filing.

THIRD: The period of duration of the corporation is perpetual.

FOURTH: The purpose for which the corporation is organized is to engage in every aspect of the practice of medicine. The corporation shall not engage in any business other than the practice of medicine. However, the corporation may invest its funds in real estate, mortgages, stocks, bonds and any other types of investments, and may own real and personal property necessary for the rendering of the professional services authorized hereby.

FIFTH: The maximum number of shares of stock that the corporation is authorized to have outstanding at any time is one hundred (100) shares of the par value of one dollar (\$1.00) per share, all of which shall be common stock of the same class.

SIXTH: Stock of the corporation may be issued, owned and registered only in the name or names of an individual or individuals who are duly authorized and licensed to practice medicine in the State of Florida. No stockholder of this corporation may sell

or transfer any of such stockholder's shares of stock of this corporation except to another individual who is then duly authorized and licensed to practice medicine in the State of Florida. No stockholder of this corporation shall 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. The corporation's Board of Directors is specifically authorized from time to time to adopt By-Laws, not inconsistent herewith, restraining the alienation of shares of stock of this corporation and providing for the purchase or redemption by the corporation of its shares of stock.

SEVENTH: In the event that a stockholder:

1. Becomes disqualified to practice medicine in this State; or
2. is elected to a public office or accepts employment that, pursuant to law, places restrictions or limitations upon such stockholder's continued rendering of the professional services of a doctor; or
3. sells, transfers, hypothecates or pledges, or attempts to sell, transfer, hypothecate or pledge any shares of stock in this corporation to any person ineligible by law or by virtue of these Articles to be a shareholder in this corporation, or if such sale, transfer, hypothecation or pledge or attempt to sell, transfer, hypothecate or pledge is made in a manner prohibited by law, or in a manner inconsistent with the provisions of either these Articles or the By-Laws of this corporation; or
4. suffers an execution to be levied upon his stock or such stock is subjected to sale or other process the effect of which is to vest any legal or equitable interest in such stock in some person other than the stockholder;

then the stock of such stockholder shall immediately stand forfeited and such stock shall be immediately cancelled by this

corporation and the stockholder or other person in possession of such stock shall be entitled only to receive payments for the value of such stock which, in the absence of applicable By-Law provision or written agreement between the corporation and its stockholders, or written agreement among its stockholders, shall be the book value thereof as of the last day of the month preceding the month in which any of the events above enumerated occurs. The stockholder whose stock so becomes forfeited and is cancelled by the corporation shall forthwith cease to be a stockholder, and accept to receive payment for his stock in accordance with the foregoing, and payment of any other sums then lawfully due and owing to said stockholder by the corporation, such stockholder shall sever all employment with and shall have no further financial interest of any kind in the corporation.

EIGHTH: The address of the corporation's initial registered office is 8940 S.W. 88th Street, Suite 101E, Miami, Florida 33176, and the name of its initial registered agent at said address is FRANCISCO J. BORJA.

NINTH: The number of directors constituting its initial Board of Directors is one, whose name and address is:

<u>Name</u>	<u>Address</u>
FRANCISCO J. BORJA	8940 S.W. 88th Street Suite 101E Miami, Florida 33176

The number of directors may be increased or decreased from time to time by the By-Laws.

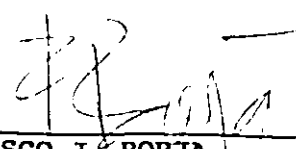
CERTIFICATE DESIGNATING PLACE OF BUSINESS OR DOMICILE
FOR THE SERVICE OF PROCESS WITHIN THIS STATE, NAMING
AGENT UPON WHOM PROCESS MAY BE SERVED AND ACCEPTANCE

95 AUG -4 PM 2:32
FILED
NOTARY OF STATE
TALLAHASSEE, FLORIDA

In pursuance of Chapter 48.091, Florida Statutes, the following is submitted, in compliance with said Act.

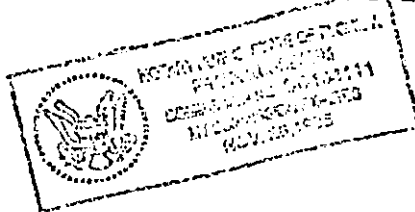
First that FRANCISCO J. BORJA, M.D., P.A., desiring to organize under the laws of the State of Florida, with its principal office at 8940 S.W. 88th Street, Suite 101E, Miami, Florida 33176, designates FRANCISCO J. BORJA as its agent to accept service of process within this state at its registered office at 8940 S.W. 88th Street, Suite 101E, Miami, Florida 33176.

Having been named to accept service of process for the above-stated corporation, at the place designated in this certificate, the undersigned hereby accepts to act in this capacity, and agrees to comply with the provisions of said Act relative to keeping open said office.


FRANCISCO J. BORJA
Registered Agent

STATE OF FLORIDA)
) SS
COUNTY OF DADE)

The foregoing instrument was acknowledged before me this 15th day of July, 1995, by Francisco J. Borja, who is personally known to me or who has produced as identification and who did take an oath.




Notary Public, State of Florida
at Large

FRANK NYSSBAUM
Printed Name of Notary Public