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FLORIDA DIVISION OF CORPORATIONS
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TO: DIVISION OF CORPORATIONS
DEPARTMENT OF STATE
STATE OF FLORIDA
409 EAST GAINES STREET
TALLAHASSEE, FL 32399

FROM: FAS-T CORP. AGENTS, INC.
8405 NW 53RD ST
SUITE C-100
MIAMI FL 33166-

FAX: (904) 922-4000

CONTACT: LIDIA FERNANDEZ
PHONE: (305) 599-0839
FAX: (305) 592-9591

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DOCUMENT TYPE: FLORIDA PROFIT CORPORATION OR P.A.

NAME: WESTMED MEDICAL CENTER, INC.

FAX AUDIT NUMBER: H95000008697

CURRENT STATUS: REQUESTED

DATE REQUESTED: 08/08/1995

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**Articles of Incorporation
of
WESTMED MEDICAL CENTER, INC.**

Article I. Name

The name of this Florida corporation is:
WESTMED MEDICAL CENTER, INC.

Article II. Address

The mailing address of the Corporation is:

WESTMED MEDICAL CENTER, INC.
4130 TAMiami TRAIL
SUITE 300
PORT CHARLOTT, FL 33952

Article III. Capital Stock

The Corporation shall have the authority to issue 100 shares of
common stock , par value \$1.00 per share.

Article IV. Registered Agent

The name and address of the registered agent of the Corporation is:

LLOYD HERSHMAN, M.D.
4130 TAMiami TRAIL
SUITE 300
PORT CHARLOTT, FL 33952

Article V. Board of Directors

The affairs of the Corporation shall be managed by a Board of
Directors consisting of no less than one director. The number of directors may
be increased or decreased from time to time in accordance with the Bylaws of
the Corporation. The election of directors shall be done in accordance with the
Bylaws. The directors shall be protected from liability to the fullest extent
permitted by law. The name of each initial member of the Corporation's Board of
Directors are:

LLOYD HERSHMAN, M.D.
IRA HERSHMAN, D.O.
KENNETH HERSHMAN, M.D.
MARIA ELENA LOPEZ

Prepared by: Rachlin & Associates, P.A.
11120 N. Kendall Dr. #201
Miami, FL 33176
(305) 270-2040

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Article VI.

The corporation shall have perpetual existence and may engage in any and all business permitted under the laws of the State of Florida and the United States.
The purpose of the corporation is: INTERNAL MEDICINE.

Article VII. Incorporator

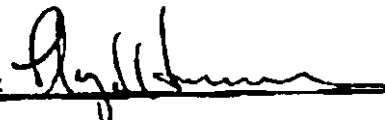
The name and address of the Incorporator is:

LLOYD HERSHMAN, M.D.
4130 TAMiami TRAIL
SUITE 300
PORT CHARLOTT, FL 33952

Article VIII. Corporate Existence

The corporate existence of the Corporation shall be effective upon filing.

The authorized representative of the Incorporator executed the Articles of Incorporation on AUGUST 7, 1995

By: 

LLOYD HERSHMAN, M.D.
President

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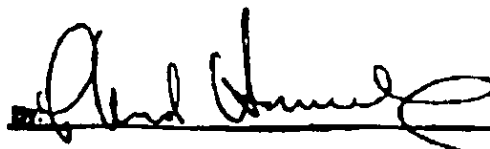
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**CERTIFICATE OF DESIGNATION
REGISTERED AGENT/REGISTERED OFFICE**

**CORPORATION:
WESTMED MEDICAL CENTER, INC.**

**REGISTERED AGENT:
LLOYD HERSHMAN, M.D.
4130 TAMiami TRAIL
SUITE 300
PORT CHARLOTT, FL 33952**

I agree to act as registered agent to accept service of process for the corporation named above at the place designated in this Certificate. I agree to comply the provisions of all statutes relating to the proper and complete performance of the registered agent duties. I am familiar with and accept the obligations of the registered agent position.



**LLOYD HERSHMAN, M.D.
President**

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