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June 26, 1995

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ARTICLES OF INCORPORATION
OF

PLASTIC SURGERY INSTITUTE OF CORAL GABLES, P.A.

The undersigned incorporator for purposes of forming a professional service corporation under Section 621.05, Florida Professional Service Corporation Act, hereby adopts the following Articles of Incorporation:

- FIRST: The name of the Corporation is PLASTIC SURGERY INSTITUTE OF CORAL GABLES, P.A. (the "Corporation").
- SECOND: The street address of the initial principal office and mailing address of the Corporation is 2601 Douglas Road, Suite 806, Miami, Florida 33133.
- THIRD: The Corporation is authorized to issue 10,000 shares of common stock, par value \$1.00 per share.
- FOURTH: The street address of the initial registered office of the Corporation is: 2601 South Bayshore Drive, Suite 1600, Miami, Florida 33133 and the registered agent at that address is: A Z Registered Agent Corporation.
- FIFTH: The name and address of the incorporator of the Corporation is: Steven M. Kwartin, Esq., Adorno & Zeder, P.A., 2601 South Bayshore Drive, Suite 1600, Miami, Florida 33133.
- SIXTH: The general purposes for which the Corporation is initially organized are:

To render the following specific professional service (as defined in Section 621.03 of the Florida Professional Service Corporation Act) and none other, to wit: the personal services rendered by physicians and surgeons as provided by Chapter 458 of the Florida Statutes or any successor statute providing therefor.

And in connection therewith and in furtherance thereof, to possess and exercise all the powers and privileges granted by the Florida Business Corporation Act or by any other law of Florida or by these Articles of Incorporation together with any powers incidental thereto, so far as such powers and privileges are consistent with, and not prohibited by, the Florida Professional Service Corporation Act.

Steven M. Kwartin
Florida Bar Number 402362
Adorno & Zeder, P.A.
2601 South Bayshore Drive
Suite 1600
Miami, Florida 33133

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- SEVENTH:** The Corporation shall have one director initially and the number of directors may be increased or diminished from time to time as provided in the Bylaws but shall never be less than one. The name and address of the initial director of the Corporation is: Claude J. Noriega, M.D., 2601 Douglas Road, Suite 806, Miami, Florida 33133.
- EIGHTH:** The corporate existence of the Corporation shall commence upon the filing of these Articles of Incorporation.

IN WITNESS WHEREOF, the undersigned incorporator has executed these Articles of Incorporation this 28th day of August, 1995.


Steven M. Kwartin, Esq.,
Incorporator

05/20/95 TUE 11:26 FAX 3058607370

ADORNO ZEDER

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**ACCEPTANCE OF APPOINTMENT
OF
REGISTERED AGENT**

I hereby accept the appointment as registered agent of
PLASTIC SURGERY INSTITUTE OF CORAL GABLES, P.A. contained in the
foragoing Articles of Incorporation and state that I am familiar
with and accept the obligations of Sections 621.13 and 607.0505 of
the Florida Statutes.

A Z REGISTERED AGENT CORPORATION

By: 

Justin T. Wilson, Secretary

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