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CONTACT: RAY STORMONT

FAX: (904) 922-4000

PHONE: (305) 541-3694

FAX: (305) 541-3770

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DOCUMENT TYPE: FLORIDA PROFIT CORPORATION OR P.A.

NAME: SUAREZ-SARMIENTO MEDICAL CENTER, P.A.

FAX AUDIT NUMBER: H95000009889

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ARTICLES OF INCORPORATION
OF
SUAREZ-SARMIENTO MEDICAL CENTER, P.A.

SEP 7 1984
FALLABUSH
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

THE UNDERSIGNED, acting as Incorporator of a Corporation under the Florida General Corporation Act, adopts the following Articles of Incorporation for such Corporation:

ARTICLE I

The name of the Corporation is Suarez-Sarmiento Medical Center, P.A. and its mailing address is 2645 S.W. 37th Avenue, Suite 304, Miami, Florida 33133.

ARTICLE II

This Corporation shall have perpetual existence.

ARTICLE III

This Corporation is organized for the purpose of transacting any and all lawful business for which a Corporation may be incorporated in the State of Florida. The specific nature of business of the professional association is to conduct medical and psychiatric screening and testing and subsequently provide medical treatment for patients with sexual dysfunction.

THIS INSTRUMENT PREPARED BY:
Angel F. Leal, Jr., Esq.
Attorney At Law
Florida Bar Number: 0972564
7520 S.W. 37th Avenue
Suite X
Miami, FL 33143

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ARTICLE IV

The aggregate number of shares which the Corporation is authorized to issue is 100 shares. Such shares shall be of single class, and shall be without par value.

ARTICLE V

The street address of the initial Registered Office of the Corporation is 2645 S.W. 37th Avenue, Suite 304, Miami, Florida 33133.

ARTICLE VI

This Corporation shall have two (2) directors initially. The number of directors may be either increased or decreased from time to time by an amendment of the bylaws of the Corporation in the manner provided by law, but shall never be less than one. The names and addresses of the initial directors of this Corporation are:

Alfredo Suarez-Sarmiento, M.D.

2645 S.W. 37th Ave.
Suite 304
Miami, FL 33133

David Moises, M.D.

1350 S.W. 57th Ave.
Suite 105
Miami, FL 33144

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ARTICLE VII

The name and addresses of the initial officers of the Corporation are:

<u>NAME</u>	<u>Position</u>	<u>Address</u>
Alfredo Suarez-Sarmiento, M.D.	President	2645 S.W. 37th Avenue Suite 304 Miami, FL 33133
David Moises, M.D.	Secretary	1350 S.W. 57th Avenue Suite 105 Miami, FL 33144

ARTICLE VIII

The name and address of the Incorporator signing these Articles of Incorporation is:

Alfredo Suarez-Sarmiento, M.D.	2645 S.W. 37th Ave. Suite 304 Miami, Florida 33133
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ARTICLE IX

This Corporation reserves the right to amend or repeal any provisions contained in these Articles of Incorporation, or any amendment hereto, and any right conferred upon the shareholders is subject to this reservation.

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IN WITNESS WHEREOF, the undersigned Incorporator and Registered Agent have executed these Articles of Incorporation this 5th day of September, 1995.

Alfredo Suarez-Sarmiento
ALFREDO SUAREZ-SARMIENTO, M.D., INCORPORATOR

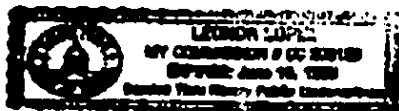
Alfredo Suarez-Sarmiento
ALFREDO SUAREZ-SARMIENTO, M.D., REGISTERED AGENT

STATE OF FLORIDA :
COUNTY OF DADE :

The foregoing instrument was acknowledged before me this 5th day of September, 1995 by Alfredo Suarez-Sarmiento, M.D. who is personally known to me or who has produced his Florida Driver's License as identification and who did (did not) take an oath.

MY COMMISSION EXPIRES:

Leonor Lopez
NOTARY PUBLIC, STATE OF FL

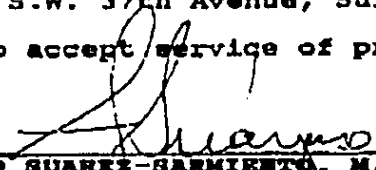


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**CERTIFICATE DESIGNATING PLACE OF BUSINESS OR DOMICILE,
FOR THE SERVICE OF PROCESS WITHIN FLORIDA, NAMING AGENT
UPON WHOM PROCESS MAY BE SERVED:**

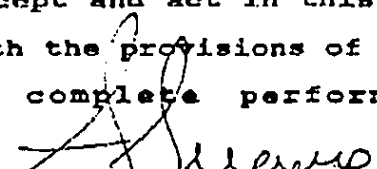
In compliance with Section 48.091 Florida Statutes, the following is submitted:

That Suarez-Sarmiento Medical Center, P.A., desiring to organize or qualify under the laws of the State of Florida, with its principal place of business in the City of Miami, County of Dade and State of Florida, has named **ALFREDO SUAREZ-SARMIENTO, M.D.**, located at 2645 S.W. 37th Avenue, Suite 304, Miami, Florida 33133, as its agent to accept service of process within Florida.


ALFREDO SUAREZ-SARMIENTO, M.D., REGISTERED AGENT

DATED: SEPTEMBER 5, 1995

HAVING BEEN NAMED to accept service of process for the above Corporation, at the place designated in this Certificate, I hereby agree to accept and act in this capacity, and I further agree to comply with the provisions of all statutes relative to the proper and complete performance of my duties.


ALFREDO SUAREZ-SARMIENTO, M.D., REGISTERED AGENT

DATED: SEPTEMBER 5, 1995

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