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NEW FILINGS	AMENDMENTS	
Profit	Amendment	, C3
NonProfit	Resignation of R.A., Officer/	Director
Limited Liability	Change of Registered Agent	- CAN
Domestication	Dissolution/Withdrawal	140
Other	Merger	
OTHER FILINGS	REGISTRATION/	
OTHER FILINGS Annual Report	REGISTRATION/ QUALIFICATION Foreign	

Reinstatement Trademark

Other

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Examiner's Initials

CR2E031/10/921

ARTICLES OF INCORPORATION OF Philmar Medical Management, Inc.

TALLAMASSION OF 1:01

The undersigned incorporator, for the purpose of forming San corporation under the Florida Business Corporation Act, adopts the following Articles of Incorporation:

ARTICLE I

NAME

The name of the corporation is Philmar Medical Management, Inc.

ARTICLE II

PRINCIPAL OFFICE AND MAILING ADDRESS

The principal office and mailing address of the corporation is 6250 N. Andrews Avenue, Suite 104, Fort Lauderdale, Florida 33309.

ARTICLE III

CAPITAL STOCK

The number of shares of stock that the corporation is authorized to issue is One Thousand (1,000) shares, \$0.01 par value per share, of common stock. Each issued and outstanding share of common stock shall be entitled to one vote on each matter submitted to a vote at a meeting of the shareholders.

ARTICLE IV

INITIAL REGISTERED OFFICE AND AGENT

The street address of the corporation's initial registered office is One S.E. Third Avenue, 27th Floor, Miami, Florida 33131. The name of the corporation's initial registered agent at that office is American Information Services, Inc.

ARTICLE V

INCORPORATOR

The name and street address of the incorporator of the corporation is Marshall R. Burack, Esq., One S.E. Third Avenue, 27th Floor, Miami 33131.

ARTICLE VI

INITIAL DIRECTORS

The name and street address of the individual who is to serve as the sole initial director of the corporation is:

Marion Scarlatti

6250 N. Andrews Avenue, Suite 104 Fort Lauderdale, Florida 33309

ARTICLE VII

INDEMNIFICATION

The corporation shall indemnify any present or former officer or director, or person exercising powers and duties of an officer or a director, to the full extent now or hereafter permitted by law.

IN WITNESS WHEREOF, the undersigned has executed these Articles of Incorporation this 11th day of January, 1996.

Marshall R. Burack, Esq.,

Marshall Burace

Incorporator

Pursuant to the provisions of Section 607.0501 of the Florida Business Corporation Act, the undersigned submits the following statement in accepting the designation as registered agent and registered office of Philmar Medical Management, Inc., a Florida corporation (the "Corporation"), in the Corporation's articles of incorporation:

Having been named as registered agent and to accept service of process for the Corporation at the registered office designated in the Corporation's articles of incorporation, the undersigned accepts the appointment as registered agent and agrees to act in this capacity. The undersigned further agrees to comply with the provisions of all statutes relating to the proper and complete performance of its duties, and the undersigned is familiar with and accepts the obligations of its position as registered agent.

IN WITNESS WHEREOF, the undersigned has executed this Certificate this 11th day of January, 1996.

American Information Serivces, Inc.

Christopher M. Nelson,

President

articles-121995