

1201 HAYS STREET  
TALLAHASSEE, FL 32301  
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800-342-8086



*Handwritten:* P96000012971

ACCOUNT # 072100000032

REFERENCE # 837499 4321942

AUTHORIZATION #

COST LIMIT # \$ PREPAID

ORDER DATE # February 8, 1996

ORDER TIME # 10:07 AM

ORDER NO. # 837499

CUSTOMER NO: 4321942

CUSTOMER: Peggy Marinelli, Legal Asst  
COHEN BERKE BERNSTEIN BRODIE  
KONDELL & LASZLO, P.A.  
19th Floor  
2601 South Bayshore Drive  
Miami, FL 33133

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-02/08/96--01055--020  
\*\*\*\*122.50 \*\*\*\*122.50

DOMESTIC FILING

NAME: OTHON WILTZ, M.D., P.A.

EFFECTIVE DATE:

ARTICLES OF INCORPORATION  
 CERTIFICATE OF LIMITED PARTNERSHIP

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

CERTIFIED COPY  
 PLAIN STAMPED COPY  
 CERTIFICATE OF GOOD STANDING

CONTACT PERSON: VICKI PEREZ

EXAMINER'S INITIALS:

*Handwritten signature/initials*

RECEIVED  
96 FEB -8 PM 12: 16 96 FEB -8 AM 7: 47  
DIVISION OF CORPORATIONS  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA  
FILED

T. BROWN FEB 12 1996



FLORIDA DEPARTMENT OF STATE  
Sandra B. Mortham  
Secretary of State

February 9, 1996

CSC NETWORKS  
1201 HAYS STREET  
TALLAHASSEE, FL 32301

SUBJECT: OTHON WILTZ, M.D., P.A.  
Ref. Number: W9600002988

*This \$ was submitted on  
the 8th  
needs the 8th  
file date*

We have received your document for OTHON WILTZ, 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):

Professional Corporations are filed under the Professional Service Corporation Act and not the Florida Business Corporation Act. Please correct the Articles.

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: 096A00005751

RECEIVED  
96 FEB -9 PM 3:25  
DIVISION OF CORPORATIONS

**ARTICLES OF INCORPORATION  
OF  
OTHON WILTZ, M.D., P.A.**

**FILED**  
96 FEB -8 AM 7:47  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

The undersigned, acting as incorporator of OTHON WILTZ, M.D., P.A., under the Florida Professional Service Corporation Act, adopts the following Articles of Incorporation.

**ARTICLE I**

**NAME**

The name of this corporation is: OTHON WILTZ, M.D., P.A.

**ARTICLE II**

**DURATION**

The duration of this corporation will be perpetual.

**ARTICLE III**

**PURPOSE**

The purpose for which this corporation is organized is to engage in the business of rendering professional medical services.

**ARTICLE IV**

**PRINCIPAL OFFICE**

The principal office of this corporation shall be:

7400 S. W. 81st Avenue  
Miami, FL.

**ARTICLE V**

**AUTHORIZED SHARES**

The maximum number of shares that this corporation is authorized to issue is Ten Thousand (10,000) shares of Common Stock at \$.01 par value per share.

**ARTICLE VI**

**INITIAL REGISTERED OFFICE AND REGISTERED AGENT**

The street address of the initial registered office of this corporation is 2601 South Bayshore Drive, 19th Fl., Miami, Florida 33133, and the name of this corporation's initial registered agent at that address is COBER Corporate Agents, Inc.

**ARTICLE VII**

**INITIAL BOARD OF DIRECTORS**

This corporation shall initially have one (1) director. The number of directors may be increased or decreased from time to time, as provided in the Bylaws. The names and addresses of the director is:

<u>Name</u>	<u>Address</u>
Othon Wiltz, M.D.	7400 S.W. 81st Avenue Miami, Fl.

**ARTICLE VIII**

**INCORPORATOR**

The name and street address of the Incorporator is:

<u>Name</u>	<u>Address</u>
Miguel A. Maspons	c/o Cohen, Berke, Bernstein, Brodie Kondell & Laszlo, P.A. 2601 So. Bayshore Dr., 19th Fl. Miami, Fl. 33133

**ARTICLE IX**

**INDEMNIFICATION**

To the extent permitted by law, this corporation shall indemnify any person who was or is a party to any proceeding by reason of the fact that he/she is or was a director, officer, employee or agent of this corporation or is or was serving at the request of this corporation as a director, officer, employee or agent of another corporation, partnership, joint venture, trust or other enterprise against liability incurred in connection with such proceeding, including any appeal thereof, if he/she acted in good

faith and in a manner he/she reasonably believed to be in, or not opposed to, the best interests of this corporation and, with respect to any criminal action or proceeding, had no reasonable cause to believe his/her conduct was unlawful. This corporation shall reimburse each person for all costs and expenses, including attorneys' fees, reasonably incurred by him/her in connection with any such liability in the manner provided for by law or in accordance with this corporation's Bylaws.

The rights accruing to any person under the foregoing provision shall not exclude any other right to which he/she may be rightfully entitled, nor shall anything therein contain or restrict the right of this corporation to indemnify or reimburse such person in any proper case even though not specifically provided for herein.

**IN WITNESS WHEREOF**, the undersigned incorporator has executed these Articles of Incorporation this 7th day of February, 1996.


  
Miguel A. Maspons, Incorporator

**ACCEPTANCE OF APPOINTMENT OF REGISTERED AGENT**

Having been designated as registered agent for Othon Wilts, M.D., P.A. in the foregoing Articles of Incorporation, I, on behalf of COBER Corporate Agents, Inc., a Florida corporation, hereby agree to accept service of process for said corporation and to comply with all statutes relative to the complete and proper performance of the duties of a registered agent. I am familiar with and accept the obligations of that position.

**COBER CORPORATE AGENTS, INC.**

By: \_\_\_\_\_

  
Richard M. Bernstein,  
Secretary

FILED  
96 FEB -8 AM 7:47  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA