

THE DIVISION OF CORPORATIONS
DEPARTMENT OF STATE
STATE OF FLORIDA
190 N. GAY ST.
TALLAHASSEE, FL 32399
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FROM: THE COMPANY CORPORATION
201 N. MILNE ST.
CHRISTINA CENTER THREE
WILMINGTON, DE 19801
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((H960003210)) DOCUMENT TYPE: FLORIDA PROFIT CORPORATION OR P.A.

NAME: LHD HEALTH SYSTEMS INC.
FAX CREDIT NUMBER: H96000003210 CURRENT STATUS: REQUESTED
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[Handwritten signatures and initials, including a large signature and the date 3/7]

03 MAR -6 PM 3: 24



FLORIDA DEPARTMENT OF STATE
Sandra B. Mortham
Secretary of State

March 7, 1996

THE COMPANY CORPORATION

WILMINGTON, DE

SUBJECT: IRB HEALTH SYSTEMS INC.
REF: W96000005054

We received your electronically transmitted document. However, the document has not been filed and needs the following corrections:

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Loria Poole
Corporate Specialist

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ARTICLES OF INCORPORATION
OF
LRB Health Systems Inc.

The undersigned natural person(s), of the age of 21 or more, acting to form a corporation under the corporate laws of the state of Florida do hereby certify the following:

FIRST: The name of the corporation shall be LRB Health Systems Inc.

SECOND: The address of the initial registered office of the corporation is 200 - A John Knox Road, Tallahassee FL 32303-6643, County of Leon. The name of the registered agent located at said address is Larry Wolfe.

THIRD: The principal address of the corporation is 444 Brickell Ave., Suite 417; Miami FL 33131.

FOURTH: The purpose for which this corporation is organized shall be to engage in any lawful act or activity for which corporations may be organized under the Florida Business Corporation Act.

FIFTH: The total authorized stock of this corporation is divided into 1500 shares of no par value.

SIXTH: The number of directors constituting the initial board of directors is one, and the name(s) and address(es) who will serve as directors until the first annual meeting of shareholders or until their successors are as follows:

Dr. Leonard Bednarczyk 444 Brickell Ave., Suite 417; Miami FL 33131

SEVENTH: The duration of the corporation is perpetual.

EIGHT: This is Close Corporation.

NINTH: The name(s) and address(es) of the persons who are to act as incorporator(s) are as follows:

Kimberly Andras c/o The Company Corporation
Three Christina Centre, 201 N. Walnut St., Wilmington DE 19801

We (I), the undersigned, being all the incorporators of the corporation identified above, declare that we have examined the foregoing this 5th day of March, 1996.

Kimberly Andras

State of Delaware

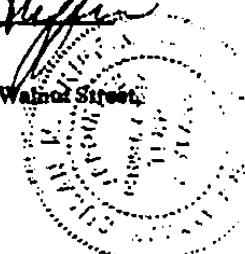
County of New Castle

THE FOREGOING instrument was acknowledged and sworn to before me this 5th day of March, 1996 by Kimberly Andras

SUSAN M. GRIFFIN
NOTARY PUBLIC-DELAWARE
Appointed October 6, 1994
Term 2 Years

Susan M. Griffin
Notary Public

This document was prepared by Kimberly Andras, Three Christina Centre, 201 N. Walnut Street, Wilmington DE 19801 (302) 575-0440



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

In compliance with Section 607.1507, Florida Statutes, the following is submitted:

First, this LRB Health Systems Inc. desiring to organize under the laws of the state of Florida with its principal place of business located in the city of Miami, State of Florida, has named Larry Wolfe located at 200 - A John Knox Road, Tallahassee FL 32303-6643 as its agent for service of process within Florida.

Having been named to accept service of process for the above stated corporation, at the place designated in this Certificate, I hereby agree to 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.



Larry Wolfe

3/6/96

Date

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TALLAHASSEE, FLORIDA

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