KIRKPATRICK & LOCKHART LLP

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Ms. Karen Beyer Secretary of State of Florida Corporations Division 409 East Gaines Street Tallahassee, Florida 32314

Re: Jenny E. Freeman, M.D., P.A.

Dear Ms. Beyer:

Enclosed for filing with your office are articles of incorporation, in duplicate, prepared to effect the formation of the above-referenced proposed Florida corporation. Also enclosed is our check in the amount of \$122.50 in payment of the following fees:

Filing Fee Registered Agent Fee Certified Copy	\$ 35.00 35.00 <u>52.50</u>
Total	\$ 122.50

Would you please be so kind as to have these articles delivered for filing? A self-addressed return Federal Express envelope is enclosed for your convenience. Thank you very much for your cooperation with this matter.

Sincerely,

Lawyer's Assistant to Robert C. White, Jr.

cc: Robert C. White, Jr., Esq.

MI1-97018.1

SOCOO1749163 -03/19/96--01074--005 ****122.50 ****122.50

ARTICLES OF INCORPORATION

OF

JENNY E. FREEMAN, M.D., P.A.

The undersigned, acting as incorporator of JENNY E. FREEMAN, M.D., P.A., under the Florida Professional Service Corporation and Limited Liability Company Act, adopts the following Articles of Incorporation:

ARTICLE 1

NAME

The name of the corporation (the "Corporation") is JENNY E. FREEMAN, M.D., P.A.

ARTICLE II

ADDRESS

The street address and the mailing address of this Corporation shall be 3850 North 31st Terrace, Hollywood, Florida 33021.

ARTICLE III

DURATION AND COMMENCEMENT OF EXISTENCE

The duration of the Corporation shall be perpetual. The existence of the Corporation shall commence on the date of filing of these Articles of Incorporation with the Secretary of State of Florida.

ARTICLE IV

PURPOSE

The corporation is organized to engage in the practice of medicine and any and all activities permitted under the laws of the United States and Florida.

MI1-94744.1

ARTICLE V

CAPITAL STOCK

The maximum number of shares of stock which this Corporation is authorized to issue is 1,000 shares of common stock having a par value of \$0.01 per share.

ARTICLE VI

REGISTERED OFFICE AND AGENT

The street address of the Corporation's registered office shall be c/o Kirkpatrick & Lockhart, 201 South Elscayne Boulevard, 20th Floor, Miami, Florida 33131 and the registered agent for the Corporation at that address shall be Robert C. White, Jr.

ARTICLE VII

INCORPORATOR

The name and street address of the incorporator to these Articles of Incorporation are:

Name

Address

Robert C. White, Jr.

c/o Kirkpatrick & Lockhart LLP 201 South Biscayne Boulevard 20th Floor Miami, Florida 33131

IN WITNESS WHEREOF, the undersigned incorporator has executed these Articles of Incorporation this 13th day of March, 1996.

Robert C. White, Jr.,

Incorporator

CERTIFICATE OF REGISTERED AGENT

OF

JENNY E. FREEMAN, M.D., P.A.

Having been named to accept service of process for Jenny E. Freeman, M.D., P.A., at the place designated in the Articles of Incorporation, Robert C. White, Jr. agrees to act in this capacity and is familiar with and accepts the obligations provided in Section 607.0505 of the Florida Business Corporation Act.

DATED: March 13, 1996

Robert C. White, Jr.