

BERGER & DAVIS, P.A.  
ATTORNEYS AT LAW

P960000Z4028

Ms. Elizabeth Moss  
Berger & Davis, P.A.  
215 S. Monroe Street, Suite 804  
Tallahassee, FL 32301

Dear Elizabeth:

Enclosed please find Articles of Incorporation to be brought to the Secretary of State for filing, together with a check in the amount of \$122.50 to cover the costs.

If you have any questions, please give me a call.

Very truly yours,

BERGER & DAVIS, P.A.

BY:

*Barbara A. Sporrer*  
Barbara A. Sporrer

Secretary to  
James L. Berger  
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03/18/96--01115--027  
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Enclosure

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TALLAHASSEE, FLORIDA

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ARTICLES OF INCORPORATION  
OF  
SPRINGS PEDIATRICS, INC.  
A FLORIDA CORPORATION

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SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

The undersigned, acting as Incorporator of a Florida corporation ("Corporation") under the Florida General Corporation Act, Chapter 607 of the Florida Statutes, hereby causes to be delivered the following Articles of Incorporation for such Corporation:

ARTICLE I

NAME

The name of the Corporation is SPRINGS PEDIATRICS, INC.

ARTICLE II

ADDRESS

The mailing address of the Corporation is:

2400 East Commercial Blvd., Suite 1200  
Ft. Lauderdale, FL 33308

ARTICLE III

COMMENCEMENT OF CORPORATE EXISTENCE

The corporate existence shall begin on the date these Articles of Incorporation are filed with the Department of State.

ARTICLE IV

PURPOSE

The Corporation is organized for the purpose of transacting any and all lawful business for which corporations may be incorporated under the laws of the State of Florida.

**ARTICLE V**

**CAPITAL STOCK**

The Corporation is authorized to issue Seven Thousand Five Hundred (7,500) shares of Common Stock having a par value of One Dollar (\$1.00) per share.

**ARTICLE VI**

**INITIAL REGISTERED OFFICE AND AGENT**

The street address of the initial registered office of the Corporation is 100 Northeast Third Avenue, Suite 400, Ft. Lauderdale Florida 33301, and the name of the initial Registered Agent of the Corporation at that address is James L. Berger.

**ARTICLE VII**

**INITIAL BOARD OF DIRECTORS**

The Corporation shall initially have ONE (1) director to hold office until the first annual meeting of shareholders and (his/her/their) successors shall have been duly elected and qualified, or until (his/her/their) earlier resignation, removal from office or death. The number of directors may be either increased or decreased from time to time in accordance with the Bylaws of the Corporation. The name(s) and address(es) of the initial director(s) of the Corporation are as follows:

<u>Name</u>	<u>Address</u>
David Singley	2400 E. Commercial Blvd. Suite 1200 Ft. Lauderdale, FL 33308

**ARTICLE VIII**

**INCORPORATOR**

The name and address of the person signing these Articles are as follows:

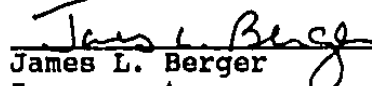
<u>Name</u>	<u>Address</u>
James L. Berger	Berger & Davis, P.A. 100 N.E. Third Avenue Suite 400 Ft. Lauderdale, FL 33301

**ARTICLE IX**

**AMENDMENTS**

The power to amend these Articles of Incorporation in accordance with law is reserved to the shareholders. Any right conferred upon any shareholder by these Articles of Incorporation is subject to this reservation.

IN WITNESS WHEREOF, the undersigned has executed these Articles of Incorporation this 14th day of March, 1996.

  
James L. Berger  
Incorporator

STATE OF FLORIDA                    )  
  ) SS:  
COUNTY OF BROWARD                )

Sworn to and subscribed before me this 15<sup>th</sup> day of  
MARCH, 1996, by JAMES L. BERGER.

(☒) Personally known to me; or

( ) Produced Identification; Type of Identification produced  
\_\_\_\_\_.

NOTARY PUBLIC:

Sign: *Sheila H. Montero*  
Print Name: SHEILA H. MONTERO  
Commission No.: \_\_\_\_\_  
My Commission Expires: \_\_\_\_\_



**ACCEPTANCE OF DESIGNATION AS REGISTERED AGENT**

I hereby accept the appointment as the initial Registered Agent of SPRINGS PEDIATRICS, INC., as made in the foregoing Articles of Incorporation, and agree to act in such capacity. I further agree to comply with the provisions of all statutes relating to the proper and complete performance of my duties, and I am familiar with and accept the obligations of my position as the initial Registered Agent of SPRINGS PEDIATRICS, INC.

Date: March 14, 1996

*James L. Berger*  
James L. Berger  
Initial Registered Agent

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