1201 HAYS STREET TALLAHASSEE, FE 32301 904-222-9171

800-342-8086



P9600035897

ACCOUNT NO. : 0721000000032

REFERENCE 1

929776

4326126

AUTHORIZATION :

Tallicia Typick

COST LIMIT : \$ 122.50

ORDER DATE : April 24, 1996

ORDER TIME : 11:00 AM

ORDER NO. : 929776

CUSTOMER NO:

4326126

900001798178

CUSTOMER: Becca Kennedy, Legal Assistant

ABEL BAND BROWN RUSSELL &

COLLIER

P.o. Box 49948

Sarasota, FL 34230

DOMESTIC FILING

NAME:

TRANSPLANT CARDIOLOGISTS, P.A.

EFFECTIVE DATE:

XX ARTICLES OF INCORPORATION
CERTIFICATE OF LIMITED PARTNERSHIP

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

XX CERTIFIED COPY
PLAIN STAMPED COPY
CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Michelle Bailey

EXAMINER'S INITIALS:

Dmc 4/25/96

FILED

96 APR 24 PH 1: 18

TALLALASSEE FLORIDA

ARTICLES OF INCORPORATION

OF

TRANSPLANT CARDIOLOGISTS, P.A.

The undersigned incorporator, for the purpose of forming a Corporation for profit under the Professional Service Corporation Act, hereby adopts the following Articles of Incorporation:

ARTICLE I - NAME

The name of this Corporation is:

TRANSPLANT CARDIOLOGISTS, P.A.

ARTICLE II - TERM OF EXISTENCE

The Corporation is to exist perpetually.

ARTICLE III - PURPOSES

The purposes of the Corporation are to engage in the practice of medicine and any activity or business permitted under the laws of the United States and the State of Florida.

ARTICLE IV - CAPITAL STOCK

The shares of stock of this Corporation shall consist of only one class. The number of shares of stock that this Corporation is authorized to have outstanding at any one time is 1,000 Shares of Common Stock having a par value of \$1.00 per share.

ARTICLE V - PRINCIPAL OFFICE

The principal place of business and mailing address of this Corporation shall be:

Edward Spoto, Jr.

Harbourside Medical Tower 4 Columbia Dr., #720 Tampa, Florida 33606

ARTICLE VI - INITIAL REGISTERED AGENT AND ADDRESS

The registered agent and the street address of the registered office of this Corporation is:

Edward Spoto, Jr.

Harbourside Medical Tower 4 Columbia Dr., #720 Tampa, Florida 33606

ARTICLE VIT - DIRECTORS

This Corporation shall have eight (8) Directors initially. The number of Directors may be changed from time to time by Bylaws adopted by the Shareholders. The name and address of each member of the first Board of Directors is:

Edward Spoto, Jr. Harbourside Medical Tower

4 Columbia Dr., #720 Tampa, Florida 33606

Stephen W. Mester 404 Vonderberg Drive Brandon, Florida 33511

William Bugni 404 Vonderberg Drive Brandon, Florida 33511

Juan Garcia 13701 Bruce B. Downs Blvd.

Suite 101

Tampa, Florida 33613

Debbie Rinde-Hoffman 13701 Bruce B. Downs Blvd.

Suite 101

Tampa, Florida 33613

Mario Canodo

13701 Bruce B. Downs Blvd.

Suito 101

Tampa, Florida 33613

Guillermo B. Cintron

14908 Lako Forest Drive Lutz, Florida 33549

Mark W. Weston

Harbourside Modical Tower 4 Colombia Dr., #720 Tampa, Florida 33606

ARTICLE VIII - AMENDMENT

These Articles of Incorporation may be amended in certain instances by the Board of Directors as provided by statute and in certain instances by resolutions adopted by the Board of Directors, proposed by them to the Shareholders and approved at a Shareholders Meeting by a majority of the stock entitled to vote thereon.

ARTICLE IX - INCORPORATOR

The name and street address of each incorporator to these Articles of Incorporation is:

Edward Spoto, Jr.

Harbourside Medical Tower 4 Columbia Dr., #720 Tampa, Florida 33606

The undersigned has executed these Articles this 2 20 day day

"INCORPORATOR"

Having been named as Registered Agent and to accept service of process for TRANSPLANT CARDIOLOGISTS, P.A. at the place designated in the Articles, I hereby accept the appointment as Registered Agent and agree to act in this 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 Registered Agent.

4/2/96

Edward Spoto, Jr. Registered Agent