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POPULATION FOR THE

NOME:

HEALTHSIGHT, INC.

EFFECTIVE DATE:

XX ARTICLES OF IMCORPORATION CERTIFICATE OF LIMITED PARTHERSHIP

PLEASE RETURN THE FOLLOWING AS PROOF OF FILTHO:

CERTIFIED COPY XX FLAIR STOPPED CORY CERTIFICATE OF GOOD STANDING

COMPACT PERSON: Porma Kendrick

EXAMINER'S INITIALS:

CIVISION OF CORPORATION

100001212821



ARTICLES OF INCORPORATION

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OF

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HEALTHSIGHT, INC.

SECRETAL ALLANDA

ARTICLE

The name of the corporation is HEALTHSIGHT, INC., (hereinafter called the "Corporation").

ARTICLE_II

The address of the principal office and the mailing address of the Corporation is 3218 Ponce de Leon Boulevard, Miami, Florida 33134.

ARTICLE III

This Corporation shall have authority to issue One Thousand (1,000) shares of Common Stock having a par value of \$0.01 per share.

ARTICLELY

The Corporation shall hold a special meeting of shareholders only:

- (1) On call of the Board of Directors or persons authorized to do so by the Corporation's Bylaws; or
- (2) If the holders of not less than 50 percent of the persons entitled to vote on any issue proposed to be considered at the proposed special meeting sign, date, and deliver to the Corporation's secretary one or more written demands for the meeting describing the purpose or purposes for which it is to be held.

ARTICLE Y

The street address of the Corporation's initial registered office is 1201 Hays Street, City of Tallahassee, County of Leon, State of Florida 32301, and the name of its initial registered agent at such office is Corporation Service Company.

ARTICLE VI

The Board of Directors of the Corporation shall consist of at least one director, with

the exact number to be fixed from time to time in the manner provided in the Corporation's Bylaws. The number of directors constituting the initial Board of Directors is one, and the name and address of the member of the initial Board of Directors, who will serve as the Corporation's director until successors are duly elected and qualified is:

> Honry Alvarez, M.D. 3218 Ponce de Leon Boulevard Coral Gables, Florida 33134

ARTICLE YII

The name of the Incorporator is Michael P. Levinson and the address of the Incorporator is 1221 Brickell Avenue, Miami, Florida 33131.

ARTICLE VIII

This Corporation shall indemnify and shall advance expenses on behalf of its officers and directors to the fullest extent not prohibited by law in existence either now or hereafter.

IN WITNESS WHEREOF, the undersigned, being the Incorporator named above, for the purpose of forming a corporation pursuant to the Florida Business Corporation Act of the State of Florida has signed these Articles of Incorporation this 7th day of May, 1996.

Michael P. Levinson - Incorporator

ACCEPTANCE OF APPOINTMENT OF REGISTERED AGENT

The undersigned, having been named the Registered Agent of HEALTHSIGHT. INC., hereby accepts such designation and is familiar with, and accepts, the obligations of such position, as provided in Florida Statutes \$607.0505.

Corporation Service Company - Registered Agent

Deborah D. Skipper, as agent Dated: May 8, 1996