

MAY-16-1996 17:07

P.41

4:15 PM

PUBLIC ACCESS SYSTEM  
ELECTRONIC FILING COVER SHEET  
TO: DIVISION OF CORPORATIONS FROM: SHIRE CORPORATE RIT COMPANY  
DEPARTMENT OF STATE 1412 W. FLORIDA ST  
STATE OF FLORIDA MIAMI FL 33136-3422-4610-0000  
409 EAST BAYVIEW STREET  
TALLAHASSEE FL 32309 CONTACT: RAY TORN  
FAX: (904) 321-0000 PHONE: (305) 641-3694  
FAX: (305) 641-3770

((H96000006913))) DOCUMENT TYPE: FLORIDA PROFIT CORPORATION OR P.A.

NAME: SURGICAL TEAM ADVISORS, INC.

FAX AUDIT NUMBER: H96000006913

CURRENT STATUS: REQUESTED

DATE REQUESTED: 05/16/1996

TIME REQUESTED: 10:14:54

CERTIFIED COPIES: 1

CERTIFICATE OF STATUS: 0

NUMBER OF PAGES: 6

METHOD OF DELIVERY: FAX

ESTIMATED CHARGE: \$122.50

ACCOUNT NUMBER: 072450003255

Note: Please print this page and use it as a cover sheet when submitting documents to the Division of Corporations. Your document cannot be processed without the information contained on this page. Remember to type the Fax Audit number on the top and bottom of all pages of the document.

((H96000006913)))

\*\* ENTER 'M' FOR MENU. \*\*

ENTER SELECTION AND <CR>:

Help F1 Option Menu F2

NUM CAPS Connect: 00:17:5:

FILED  
96 MAY 16 PM 4:59  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

5/16

RECEIVED

96 MAY 16 AM 8:05

RECEIVED

MAY-15-1996 17:07

100344.syd.articles.2

FILED  
96 MAY 16 PM 4:59  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

## ARTICLES OF INCORPORATION

The undersigned subscriber(s) to these Articles of Incorporation, competent to contract, hereby associates and forms a corporation under the laws of the State of Florida.

### ARTICLE I

The name of this corporation is: **SURGICAL TEAM ADVISERS, INC.** The corporate mailing address is: 5101 Collins Avenue, Penthouse E, Miami Beach, Florida 33140.

### ARTICLE II

The general nature of the business to be transacted by this corporation is to enter into all aspects of advisory services or any other lawful purpose. It shall have every corporate power granted by the Florida legislature.

### ARTICLE III

The maximum number of shares of stock with which this corporation is authorized to have outstanding at any time is fifty (50) shares at no par value.

### ARTICLE IV

This corporation shall have perpetual existence.

LAW OFFICES  
BRIAN R. HERSH  
SUITE 602, BISCAYNE BUILDING  
19 WEST FLAGLER STREET  
MIAMI, FLORIDA 33130-4477  
FLORIDA BAR NO: 104540

371-6294

H96000006913

H96000006913

**ARTICLE V**

The street address of the initial registered office of this corporation is: 19 West Flagler Street, Suite 602, Biscayne Bldg., Miami, Florida 33130, and the name of the initial registered agent of this corporation at that address is: Brian R. Hersh.

**ARTICLE VI**

This corporation shall have one (1) director(s) initially. The number of directors may be either increased or diminished from time to time by the by-laws, but shall never be less than one (1). The name(s) and the address(es) of the initial director(s) of this corporation is (are):

Ingemar Rydstrom

5101 Collins Avenue  
Penthouse E  
Miami Beach, Florida 33140

**ARTICLE VII**

The name and address of the person signing these Articles is:

Ingemar Rydstrom

5101 Collins Avenue  
Penthouse E  
Miami Beach, Florida 33140

LAW OFFICES  
BRIAN R. HERSH  
SUITE 602, BISCAYNE BUILDING  
19 WEST FLAGLER STREET  
MIAMI, FLORIDA 33130-4477  
FLORIDA BAR NO: 104540

H96000006913

H96000006913

**ARTICLE VIII**

Each shareholder shall have the preemptive right to purchase at the price at which it is offered to others, and on the same terms, his or her pro rata share of any authorized and unissued and Treasury Stock of this Corporation of the same kind, class or series as that which he or she already holds, which is offered for sale by the corporation.

**ARTICLE IX**

This corporation reserves the right to amend, alter or repeal any provisions contained in these Articles of Incorporation or any amendments to these Articles of Incorporation in the manner now or hereafter prescribed by statute, and all rights conferred upon the shareholders are subject to this reservation.

IN WITNESS WHEREOF, the undersigned subscriber(s) has executed these Articles of Incorporation this 15th day of May, 1996.

  
\_\_\_\_\_  
INGEMAR RYDSTROM

STATE OF FLORIDA     )  
                              )SS:  
COUNTY OF DADE     )

BEFORE ME, the undersigned authority, authorized to take acknowledgments in the State and County set forth above, personally appeared INGEMAR RYDSTROM, known to me and known by me to be the person(s) who executed the foregoing Articles

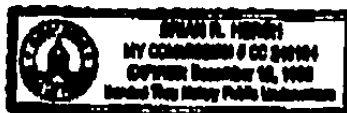
LAW OFFICES  
BRIAN R. HERSH  
SUITE 602, BISCAYNE BUILDING  
19 WEST FLAGLER STREET  
MIAMI, FLORIDA 33130-4477  
FLORIDA BAR NO: 104540

of Incorporation, and (s)he (they) acknowledged before me that (s)he they executed those Articles of Incorporation.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed my official seal, in the State and County aforesaid, this 15th day of May, 1996.

  
\_\_\_\_\_  
NOTARY PUBLIC, STATE OF FLORIDA

My Commission Expires:



LAW OFFICES  
BRIAN R. HERSH  
SUITE 602, BISCAYNE BUILDING  
19 WEST FLAGLER STREET  
MIAMI, FLORIDA 33130-4477  
FLORIDA BAR NO: 104540

**CERTIFICATE DESIGNATING REGISTERED PLACE OF BUSINESS OR  
DOMICILE FOR THE SERVICE OR PROCESS WITHIN THIS STATE, NAMING  
AGENT UPON WHOM PROCESS MAY BE SERVED.**

In pursuance of Chapter 48.091, Florida Statutes, the following is submitted, in compliance with said Act:

First--That **SURGICAL TEAM ADVISERS, INC.**, desiring to organize under the laws of the State of Florida, with its principal office, as indicated in the articles of incorporation at City of Miami, County of Dade, State of Florida, has named **BRIAN R. HERSH**, located at 19 West Flagler Street, Suite 602, City of Miami, County of Dade, State of Florida, as its agent to accept service of process within this State.

**ACKNOWLEDGMENT: (MUST BE SIGNED BY DESIGNATED AGENT)**

Having been named to accept service of process for the above stated corporation, at place designated in this certificate, I hereby accept to act in this capacity, and agree to comply with the provision of said Act relative to keeping open said office.

BY:

*(Signature)*  
(Registered Agent)

SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

96 MAY 16 PM 4:59

FILED

**LAW OFFICES  
BRIAN R. HERSH  
SUITE 602, BISCAYNE BUILDING  
19 WEST FLAGLER STREET  
MIAMI, FLORIDA 33130-4477  
FLORIDA BAR NO: 104540**