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TRANSMITTAL LETTER

Department of State Division of Corporations P. O. Box 6327 Tallahassee, FL 32314

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SUBJECT: Dermatology Associates of Northeast Florida, Inc.
(Proposed corporate name - must include suffix)

Enclosed is an origination:	#78.75 Filing Fee & Certificate	\$122.50 Filing Fee & Certified Copy Additional Copy	Filing Fee, Certified Copy & Certificate	95 MAY 24 SEGRETARY TALLAHASSE
FROM:		S. Cheiken (printed or typed)	, D.O.	'LED 4 PH 3: 06 RY OF STATE SEE, FLORIDA
	2426	Fourteenth Address	Street	OS OS
	Cuyaha	ogaFalls, O	hio -1427	23
	(330) Daytime	929-7388 Telephone number		

Th. 31.96

NOTE: Please provide the original and one copy of the articles.

ARTICLES OF INCORPORATION DERMATOLOGY ASSOCIATES OF NORTHEAST FLORIDALING.

The undersigned, Mark S. Cheiken, D.O., natural person competent to contract, does hereby make, subscribe and file these Articles of Incorporation for the purpose of organizing a corporation under the laws of the State of Florida.

ARTICLE

CORPORATE NAME

The name of this corporation shall be. Dermatology Associates of Northeast Florida, I.1c.

ARTICLE II

NATURE OF CORPORATE BUSINESS AND POWERS

The general nature of the business to be transacted by this Corporation shall be to engage in any and all lawful business permitted under the laws of the United States and the State of Florida, specifically but not limited to sales and distribution of dermatologic and other medical services and dermatologic products.

ARTICLE III

CAPITAL STOCK

The maximum number of shares of stock that this Corporation is authorized to issue and have outstanding at any one time shall be ONE THOUSAND (1,000) shares of common stock having a par value of one dollar (\$1.00) per share.

ARTICLE IV

IF" VI OF EXISTENCE

This Corporation shall have perpetual existence.

FILED

96 HAY 24 PH 3: 06

SECRETARY OF STATE
TALLAHASSEE, ELOPIOLA

ARTICLE Y

REGISTERED AGENT AND INITIAL REGISTERED OFFICE IN FLORIDA

The Registered Agent and the street address of the initial Registered office of this Corporation in the State of Florida shall be:

SHERRY D. VINNICK 1528 BREAKERS WEST BOULEVARD WEST PALM BEACH, FLORIDA 33411

ARTICLE VI

MAILING ADDRESS

The mailing address of this Corporation shall be:

Mark S. Cheilinn, D.O. 2426 Fourteenth Street Cuyahoga Falls, Ohio 44223

ARTICLE VII

BOARD OF DIRECTORS

This Corporation shall have TWO (2) Directors initially. The number of Directors may be increased from time to time by By-Laws adopted by the stockholders, but shall never be less than two (2). The initial Directors shall be: Mark S. Cheiken, D.O., 2426 Fourteenth Street, Cuyahoga Falls, Ohio 44223, and Kimberly V. Cheiken, 2426 Fourteenth Street, Cuyahoga Falls, Ohio 44223.

ARTICLE VIII

INCORPORATOR

The name of the person signing these Articles of Incorporation as the Incorporator is Mark S. Cheiken, D.O., and his street address is 2426 Fourteenth Street, Cuyahoga Falls, Ohio 44223.

ARTICLE_IX

AMENDMENT

These Articles of Incorporation may be amended in the manner provided by law. Every amendment shall be approved by the Board of Directors, proposed by them to the stockholders and approved at a stockholders' meeting by a majority of the stockholders entitled to vote thereon.

The undersigned incorporator has executed the foregoing Articles of Dermatology Associates of Northeast Florida, Inc., on this 20th day of May, 1996.

Mark S. Cheiken, D.O.

CERTIFICATE DESIGNATING REGISTERED AGENT AND OFFICE FURSE > E OF PROCESS

Dermatology Associates of Northeast Florida, Inc., a corporation existing under the laws of the State of Florida has named Sherry D. Vinnick, whose street address is 1528 Breakers West Boulevard, Wost Palm Beach, Florida 33411, as its Agent to accept service of process within the State of Florida.

ACCEPTANCE

Having been named to accept Envice of process for the above-named Corporation, at the place designated in this Certificate, I hereby accept the appointment as Registered Agent, and agree to comply with all applicable provisions of law.

Dated: 5/83/96

SHERRY D. VINNICK REGISTERED AGENT

CRETARY OF STA