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TO: DIVISION OF CORPORATIONS
DEPARTMENT OF STATE
STATE OF FLORIDA
409 EAST GAINES STREET
TALLAHASSEE, FL 32399
FAX: (904) 922-4000

FLORIDA DIVISION OF CORPORATIONS
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DOCUMENT TYPE: FLORIDA PROFIT CORPORATION OR P.A.

NAME: PALM BEACH PEDIATRIC
FAX AUDIT NUMBER: H96000007930

INFECTIONOUS DISEASES, P.A.
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TALLAHASSEE, FLORIDA

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FAX AUDIT NO. H96000007930

**ARTICLES OF INCORPORATION
OF
PALM BEACH PEDIATRIC INFECTIOUS DISEASES, P.A.**

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TALLAHASSEE FL
SECRETARY OF STATE

The undersigned, acting as Incorporator of a Florida professional service corporation ("Corporation") under the Professional Service Corporation Act, Chapter 621 of the Florida Statutes, and other laws of the State of Florida, hereby causes to be delivered the following Articles of Incorporation for such Corporation:

ARTICLE I

NAME AND ADDRESS

The name of the Corporation is PALM BEACH PEDIATRIC INFECTIOUS DISEASES, P.A., and the street address of the initial principal office of the Corporation is 9750 N.W. 33rd Street, Suite 213, Coral Springs, FL 33065, and the mailing address of the Corporation is P.O. Box 811853, Boca Raton, FL 33481-1853.

ARTICLE II

PURPOSE

The Corporation is organized for the purpose of engaging in the business of rendering professional medical services in the State of Florida by and through the Corporation's officers, employees and agents, as those terms are used in Section 621.06 (or successor legislation), Florida Statutes, who are duly licensed or otherwise legally authorized to practice medicine in the State of Florida, and transacting any and all other lawful business that the Corporation may engage in under Chapter 621, Florida Statutes, as may be amended from time to time, including investing the funds of the Corporation in real estate, mortgages, stocks, bonds, or any other type of investment, or owning real or personal property necessary for the rendering of said professional medical services.

ARTICLE III

CAPITAL STOCK

The Corporation is authorized to issue ten thousand (10,000) shares of no par value Common Stock.

PREPARED BY: Timothy C. Leixner, Esquire
English, McCaughan & O'Bryan, P.A.
100 N.E. Third Avenue, Suite 1100
Fort Lauderdale, FL 33301
(954) 462-3300
Florida Bar No. 247596

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ARTICLE IV**LIMITATION ON OWNERSHIP OF STOCK**

No stock of this Corporation shall be issued to anyone other than an individual who is a physician duly licensed to practice medicine in the State of Florida

ARTICLE V**DISQUALIFICATION OF SHAREHOLDER OR EMPLOYEE**

If any shareholder, officer, employee or agent of this Corporation, who has been rendering professional medical services to the public, becomes legally disqualified to practice medicine in the State of Florida, or accepts employment that, pursuant to existing law, places restrictions or limitations upon his or her continuing rendering of such professional medical services, he or she shall sever all employment with, and financial interest in, this Corporation forthwith.

ARTICLE VI**INCORPORATOR**

The name and address of the Incorporator is:

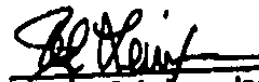
Name

Timothy C. Leixner, Esq.

Address100 N.E. Third Avenue, Suite 1100
Fort Lauderdale, FL 33301**ARTICLE VII****INITIAL REGISTERED OFFICE AND AGENT**

The street address of the initial registered office of the Corporation is 100 N.E. Third Avenue, Suite 1100, Fort Lauderdale, FL 33301, and the name of the initial Registered Agent of the Corporation at that address is EMO Corporate Services, Inc.

IN WITNESS WHEREOF, the undersigned Incorporator has executed these Articles of Incorporation this 6th day of June, 1996.



Timothy C. Leixner, Incorporator

FAX AUDIT NO. H96000007930

ACCEPTANCE OF DESIGNATION AS REGISTERED AGENT

Having been named as Registered Agent to accept service of process for PALM BEACH PEDIATRIC INFECTIOUS DISEASES, P.A., at the place designated in the foregoing Articles of Incorporation, we hereby accept the appointment as Registered Agent and agree to act in such capacity. We further agree to comply with the provisions of the Florida Professional Service Corporation and Limited Liability Company Act and the Florida Business Corporation Act relating to the proper and complete performance of our duties, and we are familiar with and accept the obligations of our position as Registered Agent.

Dated: June 6, 1996

EMO CORPORATE SERVICES, INC.,
Initial Registered AgentBy: 

Timothy C. Leixner, Vice President

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