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FILED
JUN - 5 AM 9:15
TALLAHASSEE, FLORIDA
DIRECT DIAL
(407) 244-1146

May 30, 1996

VIA FEDERAL EXPRESS

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Florida Department of State
Division of Corporations
Attn: New Filing Section
409 East Gaines Street
Tallahassee, FL 32301

EFFECTIVE DATE

5-31-96

Re: Articles of Incorporation of Oakwater Nephrology Network, Inc.

Gentlemen:

Enclosed are an original and one copy of the Articles of Incorporation of Oakwater Nephrology Network, Inc., together with a check for \$122.50 to cover the \$35.00 filing fee, \$35.00 fee for designation of registered agent and \$52.50 certified copy fee.

Please note that the effective date of the Articles of Incorporation is the date of execution, May 31, 1996. Please make sure that the Articles of Incorporation reflect an effective date of May 31, 1996.

Once the Articles of Incorporation have been filed, the certified copy should be returned to this office.

Sincerely,

Steve Looney

Stephen R. Looney

SRL/lis
Enclosures
cc: Shamus M. Holt, M.B.A.

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D. BROWN JUN - 7 1996

ORLANDO

MELBOURNE

TAVARES

TALLAHASSEE

EFFECTIVE DATE
12-31-96

ARTICLES OF INCORPORATION
OF
OAKWATER NEPHROLOGY NETWORK, INC.

FILED
96 JUN - 11 9:16
TALLAHASSEE, FLORIDA

The undersigned, acting as Incorporator of this Corporation pursuant to Chapter 607 of the Florida Statutes, hereby forms a corporation for profit under the laws of the State of Florida and adopts the following Articles of Incorporation for such Corporation:

ARTICLE I - NAME OF CORPORATION

The name of this Corporation shall be OAKWATER NEPHROLOGY NETWORK, INC.

ARTICLE II - PRINCIPAL OFFICE

The principal office of this Corporation shall be located at 3885 Oakwater Circle, Suite 2, Orlando, Florida 32806.

ARTICLE III - CAPITAL STOCK

The maximum number of shares of capital stock that this Corporation is authorized to issue and have outstanding at any one time is ten thousand (10,000) shares of common stock having a par value of One Dollar (\$1.00) per share.

ARTICLE IV - INITIAL REGISTERED OFFICE

AND REGISTERED AGENT

The initial street address of the registered office of this Corporation in the State of Florida shall be 3885 Oakwater Circle, Suite 2, Orlando, Florida 32806. The Board of Directors may from time to time move the registered office to any other address in Florida. The name of the initial registered agent of this Corporation at that address is

Shamus M. Holt, M.B.A. The Board of Directors may from time to time designate a new registered agent.

ARTICLE V - INCORPORATOR

The name and address of the Incorporator of this Corporation is:

<u>Name</u>	<u>Address</u>
Shamus M. Holt, M.B.A.	3885 Oakwater Circle, Suite 2 Orlando, Florida 32806

ARTICLE VI - INITIAL BOARD OF DIRECTORS

- A. The initial number of directors of this Corporation shall be eight (8).
- B. The number of directors may be increased or decreased from time to time in accordance with the Bylaws of this Corporation, but shall never be less than one (1).
- C. The names and addresses of the initial members of the Board of Directors, who shall hold office for the first year of existence of this Corporation or until their successors are elected or appointed and have qualified, are:

<u>Name</u>	<u>Address</u>
Lionel C. Abbott, M.D.	3885 Oakwater Circle, Suite 2 Orlando, Florida 32806
Jeffrey M. Cohen, M.D.	3885 Oakwater Circle, Suite 2 Orlando, Florida 32806
Allen K. Holcomb, M.D.	3885 Oakwater Circle, Suite 2 Orlando, Florida 32806
Shamus M. Holt, M.B.A.	3885 Oakwater Circle, Suite 2 Orlando, Florida 32806

<u>Name</u>	<u>Address</u>
Thomas C. Marbury, M.D.	3885 Oakwater Circle, Suite 2 Orlando, Florida 32806
Timothy L. Prince, M.D.	3885 Oakwater Circle, Suite 2 Orlando, Florida 32806
Robert F. Stonerock, Jr., M.D.	3885 Oakwater Circle, Suite 2 Orlando, Florida 32806
Mark Williams, M.D.	3885 Oakwater Circle, Suite 2 Orlando, Florida 32806

ARTICLE VII - PURPOSE

The general purpose for which this Corporation is organized shall be to conduct and transact any and all lawful business authorized or not prohibited by Chapter 607 of the Florida Statutes, as the same may be from time to time amended.

ARTICLE VIII - DATE OF EXISTENCE

This Corporation shall exist perpetually, commencing on the date of execution of these Articles of Incorporation.

ARTICLE IX - INDEMNIFICATION

This Corporation shall indemnify any officer or director, or any former officer or director, to the full extent permitted by law.

IN WITNESS WHEREOF, the undersigned incorporator has made and subscribed these Articles of Incorporation at Orlando, Florida, this 31st day of May, 1996.



 Shamus M. Holt, M.B.A.

Having been named as registered agent for the above mentioned Corporation, at the place designated in the foregoing Articles of Incorporation, I hereby accept such designation and agree to act in such capacity, and I further agree to comply with the provisions of all statutes relative to the proper and complete performance of my duties as registered agent. I am familiar with, and accept the duties and obligations of, Section 607.0505 of the Florida Statutes.

Signature: _____

Shamus M. Holt, M.B.A.

Date: May 31, 1996

FILED
96 JUN -3 AM 9:16
STATE
TALLAHASSEE, FLORIDA