

1201 HAYS STREET
JALAHART, FL 32409
904-222-0171
904-222-0100 FAX

996000051506



PRESTICE HALL
LEGAL & FINANCIAL SERVICES ACCOUNT NO. : 072100000032

REFERENCE : 989260 1299A

AUTHORIZATION :

COST LIMIT : \$ PPD

ORDER DATE : June 17, 1996

ORDER TIME : 10:13 AM

ORDER NO. : 989260

CUSTOMER NO: 1299A

CUSTOMER: Ms. Lisa Watson
CLARK PARTINGTON HART LARRY
BOND STACKHOUSE & STONE
P.O. Box 13010

Pensacola, FL 32591

200001863912
-06/17/96--01048--028
*****122.50 *****122.50

DOMESTIC FILING

NAME: RCG ACQUISITION SUBSIDIARY,
INC.

EFFECTIVE DATE:

XX ARTICLES OF INCORPORATION
____ CERTIFICATE OF LIMITED PARTNERSHIP

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

XX CERTIFIED COPY
____ PLAIN STAMPED COPY
____ CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Cindy Helentjaris

EXAMINER'S INITIALS:

FILED STATE
SECRETARY OF REVENUE
JUN 17 PM 3:14

RECEIVED
JUN 17 PM 12:08
DIVISION OF CORPORATION
CG
6/17/96

**ARTICLES OF INCORPORATION
OF
RCG ACQUISITION SUBSIDIARY, INC.**

FILED
CLERK OF STATE
TALLAHASSEE, FLORIDA
96 JUN 17 PM 3:44

The undersigned incorporator, RENAL CARE GROUP, INC., a Delaware corporation competent to contract, hereby presents these Articles of Incorporation for the formation of a corporation under the provisions of Chapter 607, Florida Statutes.

ARTICLE I - NAME

The name of this corporation is RCG ACQUISITION SUBSIDIARY, INC.

ARTICLE II - PRINCIPAL OFFICE

The address of the principal office of the corporation is 1801 West End Avenue, Suite 1100, Nashville, Tennessee 37203.

ARTICLE III - PURPOSE

This corporation is organized for the purpose of transacting any and all lawful business under the laws of the State of Florida and the laws of the United States.

ARTICLE IV - CAPITAL STOCK

This corporation is authorized to issue five hundred (500) shares of \$.01 par value common stock.

ARTICLE V - TERM OF EXISTENCE

This corporation shall have perpetual existence.

ARTICLE VI - INITIAL REGISTERED OFFICE AND AGENT

The address of the initial registered office of this corporation shall be 1201 Hays Street, Tallahassee, Florida 32301, and the

name of the initial registered agent of this corporation at that address is Corporation Service Company.

ARTICLE VII - INITIAL BOARD OF DIRECTORS

This corporation shall have two (2) directors initially. The number of directors may be either increased or diminished from time to time by the bylaws of the corporation, but shall never be less than one (1). The names and addresses of the initial directors of this corporation are:

Ronald Hinds
1801 West End Avenue
Suite 1100
Nashville, TN 37203

Sam A. Brooks, Jr.
1800 West End Avenue
Suite 1100
Nashville, TN 37203

ARTICLE VIII - INCORPORATOR

The name and address of the incorporator signing these Articles are:

Renal Care Group, Inc.
1801 West End Avenue, Suite 1100
Nashville, TN 37203

ARTICLE IX - COMMENCEMENT OF CORPORATE EXISTENCE

The date for commencement of this corporation's existence shall be the date these Articles of Incorporation are filed with the Secretary of State of Florida.

ARTICLE X - AMENDMENT

This corporation reserves the right to amend or repeal any provisions contained in these Articles of Incorporation or any amendment hereto, and any right conferred upon the shareholders is subject to this reservation.

IN WITNESS WHEREOF, the undersigned incorporator has executed these Articles of Incorporation on the 12th day of June, 1996.

INCORPORATOR:

RENAL CARE GROUP, INC.

Ronald Hinds (SEAL)

REGISTERED AGENT ACCEPTANCE

I do hereby accept the foregoing designation as registered agent of RCG Acquisition Subsidiary, Inc. Further, I am familiar with and accept the duties and obligations of such designation.

CORPORATION SERVICE COMPANY

Karen B. Rozar
Karen B. Rozar, as its agent

FILED STATE
SECRETARY OF CORPORATIONS
96 JUN 17 PM 3:14

P96000051506

ARTICLES OF MERGER
Merger Sheet

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MERGING:

RCG ACQUISITION SUBSIDIARY, INC., a Florida corporation, P96000051506

INTO

THE NEPHROLOGY CENTER, INC., a Florida corporation, J88178

File date: July 1, 1996

Corporate Specialist: Joy Moon-French