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FILED

June 25th, 1996

96 JUN 26 AM 11:52

To: The Secretary of State
State of Florida
Division of Incorporation

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

From: Victor Souaid
Incorporator
6546 NW 97th Drive
Parkland, FL 33076

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-06/26/96--01122--002
****122.50 ****122.50

Dear Secretary of State,

Enclosed are the articles of Incorporation for Urology, P.A.

Enclosed is a check for \$122.50 payable to the Department of State to cover filing fees and certificate of Incorporation.

Please receipt and return one copy of the notarized articles to me.

Sincerely,



Victor Souaid

Incorporator

PH
7/1/96

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ARTICLES OF INCORPORATION OF UROLOGY, P.A.

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

**TO: The Secretary of State
State of Florida**

This is to certify that there is hereby organized a corporation under and by virtue of Florida Statutes 607.164 and 607.034.

1) Name of Corporation: Urology, P.A.

2) The corporation will operate under the name of Urology, P.A.

3) Purposes:

The purpose for which this corporation is organized is to engage in the care of medical patients and all related medical and surgical conditions.

4) The duration is perpetual.

5) The date of commencement of corporate existence is the date of filing of these articles. The corporation started activities as of the date of filing.

6) Authorized Capital:

<u>Class</u>	<u>No. of shares</u>	<u>Par Value</u>	<u>Series</u>
common	2,000	.10 each	NONE

7) The corporation shall issue the following stock upon incorporation:
Victor Souaid 100 shares

8) Preferences:

The Board of Directors may establish a series of stock, may issue preferred stock, and may fix and determine the variations in the relative right and preferences as between series of stock.

9) Pre-emptive rights:

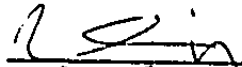
All stock certificates shall evidence the pre-emptive rights of the corporation requiring all stock sales of the corporation to be first offered to other stockholders in equal shares for fair market value, prior to any offering to a non-stockholder.

10) The Board of Directors may determine any and all pre-emptive rights.

11) The principal office of the corporation is 6546 NW 97th Drive, Parkland, Florida 33076 and the mailing address is 6546 NW 97th Drive, Parkland, Florida 33076

The registered office of the corporation is 6546 NW 97th Drive, Parkland, Florida 33076, and the initial registered agent at that address is Victor Souaid.

"I hereby am familiar with and accept the duties and responsibilities as registered agent for said corporation"



VICTOR SOUAID

12) The number of Directors constituting the initial Board is one:

Victor Souaid Parkland, Florida 33076

13) The sole incorporator is :

Victor Souaid Parkland, Florida 33076

14) The power to amend the By-laws is reserved to the Directors.

15) Shareholders' meetings shall be at Parkland, Florida, the second week of April each year at an exact location and time as decided by the Board of Directors.

16) The annual meeting of shareholders, unless changed by the Directors, shall be each April 10th at 10:00 am at the office of the corporation in Parkland, Florida or as determined by the Directors. The first annual meeting of the shareholders shall be at Parkland, Florida, 10:00 am April 10, 1997.

17) Quorum for the shareholders' meetings is a majority.

18) Number of days notice for special meetings of Directors: 5.

19) There shall be no limit to the number of Directors.

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Articles of Incorporation for Urology, P.A.

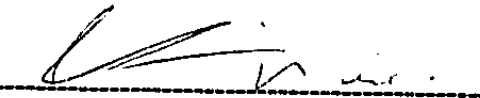
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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

20) The Quorum for a Board of Directors meeting shall be a majority of the then-existing Board.

21) The corporation, immediately after incorporation, will file documents with the U.S. Internal Revenue Service to qualify as a "Sub-Chapter S" Corporation referenced in the U.S. Internal Revenue Code to receive the benefits thereunder.

22) The corporation hereby adopts all the provisions and benefits of the U.S. Internal Revenue Code, Section 1244.

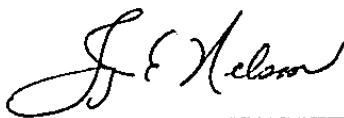
23) The fiscal year shall be ended December 31st each year.



FLOR 5300 870 62 052

Victor Souaid
Incorporator

Before me Joy NELSON
Notary Public appeared Victor Souaid known to me
as the incorporator and initial registered agent of
Urology, P.A. did subscribe and swear to the
above statement before me this 25 day of
JUNE 1996.



OFFICIAL NOTARY SEAL
JOYE NELSON
NOTARY PUBLIC STATE OF FLORIDA
COMMISSION NO. CC34134
MY COMMISSION EXP. OCT. 31, 1997