

P9600059239 Phillips, Elsinger & Koss, P.A.

Attorneys At Law

Presidential Circle 4000 Hollywood Boulevard Suite 265 South Hollywood, Florida 33021

Miant Location
Affect I. Dupont Building
169 East Flagler Street
Suite 1000
Miant, Florida 33131

Please respond to: Hollywood Office (X) Miami Office ()

July 10, 1996

Division of Corporations Bureau of Corporate Records Florida Department of State P.O. Box 6327 Tallahassee, Florida 32314

RE: Articles of Incorporation
The Divine Physician Series, Inc.

4100014959774 -07/16/96--01016--006 ****122.50

Gentlemen:

Enclosed herewith please find an original and one copy of the above-referenced Articles of Incorporation, along with check in the amount of \$122.50, made payable to the Secretary of State. This payment is broken down as follows:

Filing Fee \$ 35.00 Certified Copy 52.50 Registered Agent Filing Fee 35.00

TOTAL:

\$122.50

Please return the certified copy to the attention of the undersigned in the self-addressed stamped envelope enclosed for your convenience. Thank you in advance for your prompt attention to this matter.

Very truly yours,

Dennil J. Eischfer HS.

DENNIS J. EISINGER For the Firm

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ARTICLES OF INCORPORATION OF THE DIVINE PHYSICIAN SERIES, INC.

ARTICLE I

The name of this corporation shall be:

THE DIVINE PHYSICIAN SERIES, INC.

ARTICLE II DURATION

This corporation shall commence its existence upon the filing of these Articles and the duration of this corporation is perpetual.

ARTICLE III PURPOSE

This corporation may engage in any activity or business permitted under the laws of the United States and of the State of Florida.

ARTICLE IV CAPITAL STOCK

This corporation is authorized to issue one hundred (100) shares of one dollar (\$1.00) par value common stock, which shall be designated "Common Shares".

ARTICLE V PREEMPTIVE RIGHTS

Every shareholder, upon the sale for cash of any new stock of this corporation of the same kind, class or series as that which he already holds, shall have the right to purchase his pro rata share thereof at the price at which it is offered to others.

ARTICLE VI PRINCIPAL OFFICE OF BUSINESS

The principal place of business of this corporation is: 3350 North Key Drive, #813-B, North Fort Myers, Florida 33903.



ARTICLE VII INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial registered office of this corporation is 4000 Hollywood Boulevard, Suite 265-8, Hollywood, Florida 33021, and the name of the initial registered agent is Donnis J. Eisinger, Esq.

ARTICLE VIII INITIAL BOARD OF DIRECTORS

This corporation shall have two (2) Directors initially. The number of Directors may be increased or decreased from time to time in accordance with the Bylaws but shall never be less than one (1). The name of the Directors are

Dreamalee Lamberti Father Jerome Paul Kaywell

The addresses of the Directors are as follows:

Dreamelee Lamberti 577 N.E. 107th Street Miami Shores, Florida 33161

Father Jerome Paul Kaywell 3350 North Key Drive, #813-B North Fort Myers, Florida 33903

ARTICLE IX INCORPORATOR

The name and address of the person signing these Articles as Incorporator is Dennis J. Eisinger, Esq., 4000 Hollywood Boulevard, Suite 265-S, Hollywood, Florida 33021. The Incorporator shall not be liable, in any form or fashion, for any acts or omissions of the Corporation.

ARTICLE X BYLAWS

The power to adopt, alter, amend or repeal Bylaws shall be vested in the Board of Directors and the Shareholders.

ARTICLE XI

This corporation reserves the right to amend or repeal any provision 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 has executed these Articles of Incorporation this the day of July, 1996.

Dennis J. Elsanger, 554e Incorporator

ACCEPTANCE OF REGISTERED AGENT

HAVING BEEN NAMED AS REGISTERED AGENT OF THE CORPORATION NAMED AMOVE, THE UNDERSIGNED DOE: HEREBY ACCEPT SUCH APPOINTMENT AND DOES HEREBY AGREE TO DO ALL THINGS NECESSARY IN ORDER TO CARRY OUT ANY AND ALL DUTIES REQUIRED OF SUCH POSITION.

DATED THIS 10 DAY OF JULY, 1996.

Miami Location
Alfred I, Dupont Building 169 East Flegler Street Suite 1000 Miami, Florida 33131

4000 Hollywood Boulevard Sulta 265 South Hollywood, Florida 33021

> Please respond to: Hollywood Office (X) Minmi Office (*)

TELEPHONE: 954 894-6000 PACSIMILE 954 894-6015

September 24, 1996

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

RE: The Divine Physician Series, Inc. Document No.P98000059239

Gentlemen:

Please be advised that the principal place of business for the above-captioned corporation is now as follows:

> 12555 Biscayne Boulevard Suite #431 North Miami, Florida 33181-2522 Telephone: (305) 861-1463

Please correct your records accordingly.

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Very truly yours,

Dennis & Casinga/18 **DENNIS J. EISINGER**

For the Firm

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