

7/18/96
10:03 AM

FLORIDA DIVISION OF CORPORATIONS

TO: DIVISION OF CORPORATIONS FROM: ADORNO & ZEDER, P.A.
 STATE OF FLORIDA MIAMI FL 33133-409 EAST ONE STREET
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 FAX (904) 922-4000 PHONE: (305) 860-7098
 FAX: (305) 858-4777

((H96000009967)) DOCUMENT TYPE: FLORIDA PROFIT CORPORATION OR P.A.

NAME: INTERNIST WOUND CARE NETWORK, INC.
 FAX AUDIT NUMBER: H96000009967 CURRENT STATUS: REQUESTED
 DATE REQUESTED: 07/18/1996 TIME REQUESTED: 10:03:16
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[Signature] 7/18

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ARTICLES OF INCORPORATION
OF
INTERNIST Wound Care Network, INC.

The undersigned, acting as Incorporator, signs the following Articles of Incorporation for the purpose of forming a corporation under the laws of the State of Florida.

ARTICLE I

The name of the corporation shall be:
INTERNIST Wound Care Network, Inc. (the "Corporation")

ARTICLE II

The existence of the Corporation shall commence upon the filing of these Articles of Incorporation by the Department of State and shall be perpetual.

ARTICLE III

The Corporation may engage in any and all businesses and activities permitted by the laws of the State of Florida. The Corporation shall have all of the powers vested in a corporation organized under and existing by virtue of such laws.

Stephen H. Siegal
Florida Bar Number 856045
Adorno & Zeder, P.A.
2601 South Bayshore Drive
Suite 1600
Miami, Florida 33133
(305) 858-5555

The number of directors may be increased or decreased from time to time pursuant to the Bylaws of the Corporation, but shall not be less than one.

ARTICLE VII

The name and address of the Incorporator of the corporation is:

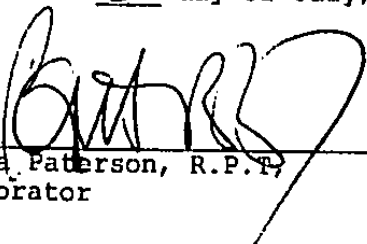
Liliana Paterson, R.P.T.
13699 S.W. 80th Street
Miami, FL 33183

ARTICLE VIII

The principal business and mailing address of the Corporation shall be:

13699 S.W. 80th Street
Miami, Florida 33183

Executed at Miami, Florida this 8th day of July, 1996.

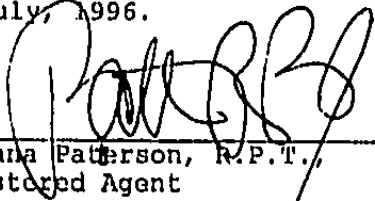


Liliana Paterson, R.P.T.
Incorporator

ACCEPTANCE BY REGISTERED AGENT

Having been appointed the Registered Agent of INTERNIST
Wound Care Network, Inc., the undersigned accepts such appointment
and agrees to act in such capacity.

Dated this 8th day of July, 1996.



Lillian Paterson, R.P.T.,
Registered Agent