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PRIESTHALL
LEGAL & FINANCIAL SERVICES ACCOUNT NO. : 072100000032

REFERENCE : 057600 132254A

AUTHORIZATION :

COST LIMIT : \$ PREPAID

ORDER DATE : August 19, 1996

ORDER TIME : 10:50 AM

ORDER NO. : 057600

CUSTOMER NO: 132254A

CUSTOMER: Sue Thomas, Legal Asst
BRONSTEIN CARLSON GLEIM &
SMITH, P.A.
Suite 1100
150 Second Avenue, North
St. Petersburg, FL 33701

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08/19/96--01013--015
*****70.00 *****70.00

DOMESTIC FILING

NAME: FLORIDA UROLOGY CONSULTANTS
NETWORK, INC.

EFFECTIVE DATE:

XX ARTICLES OF INCORPORATION
CERTIFICATE OF LIMITED PARTNERSHIP

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

CERTIFIED COPY
XX PLAIN STAMPED COPY
CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Michelle Bailey

EXAMINER'S INITIALS:

FILED
SECRETARY OF CORPORATION
DIVISION OF CORPORATION
95 AUG 19 PM 1:28

RECEIVED
96 AUG 19 PM 12:04
DIVISION OF CORPORATION

8/19/96

EFFECTIVE DATE

8/12/96

ARTICLES OF INCORPORATION
OF
FLORIDA UROLOGY CONSULTANTS NETWORK, INC.

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS

96 AUG 19 PM 1:20

The undersigned incorporator, for the purpose of forming a Corporation under the Laws of the State of Florida, by and under the Florida Business Corporation Act, hereby adopts the following Articles of Incorporation:

ARTICLE I
NAME OF CORPORATION

The name of the Corporation shall be Florida Urology Consultants Network, Inc.

ARTICLE II
NATURE OF BUSINESS

The Corporation is organized for the purpose of transacting any and all lawful activities or business for which corporations may be formed under Chapter 607 of the Florida Statutes.

ARTICLE III
CAPITAL STOCK

The Corporation is authorized to issue Five Thousand (5,000) shares of common stock with One Dollar (\$1.00) par value, as, when and for such consideration as may be fixed from time to time by the Board of Directors.

ARTICLE IV
TERM OF EXISTENCE; EFFECTIVE DATE

The Corporation shall have perpetual existence, commencing as of August 12, 1996.

ARTICLE V
PRINCIPAL OFFICE
OF THE CORPORATION

The initial mailing address and the principal office of this Corporation in the State of Florida shall be 13201 Walsingham Road,

Largo, Florida 33774. The Board of Directors may from time to time move the principal office to any other address in the State of Florida.

ARTICLE VI
INITIAL REGISTERED
OFFICE AND AGENT

The street address of the initial registered office of the Corporation is 150 Second Avenue North, Suite 1100, St. Petersburg, Florida 33701 and the name of the initial registered agent of the Corporation at that address is Thomas B. Smith. The Registered Agent, by his execution of these Articles of Incorporation as incorporator, accepts the appointment as registered agent and agrees to comply with the provisions of all statutes relative thereto, including the obligations of § 607.0501, Florida Statutes.

ARTICLE VII
BOARD OF DIRECTORS

A. The members of the Board of Directors shall all be of the age of majority and citizens of the United States.

B. The Corporation shall have two (2) directors initially and the number of directors may be increased or diminished pursuant to the Bylaws, but shall never be less than one (1).

ARTICLE VIII
INITIAL DIRECTORS

The name and street address of the members of the first Board of Directors is as follows:

Kirk Cianciolo
12810 Harborwood Drive
Largo, Florida 33774

Mark R. Gordon
13201 Walsingham Road
Largo, FL 33774

ARTICLE IX
BY-LAWS

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SECRETARY OF STATE
DIVISION OF CORPORATIONS

96 AUG 19 PM 1:20

This Corporation's Board of Directors is specifically authorized from time to time to adopt Bylaws not inconsistent herewith.

ARTICLE X
INCORPORATOR

The name and address of the incorporator of this Corporation is Thomas B. Smith, Suite 1100, 150 Second Avenue North, St. Petersburg, Florida 33701.

ARTICLE XI
SPECIAL ELECTION

The Corporation expressly elects not to be governed by either Section 607.0901 or Section 607.0902 of the Florida Business Corporation Act, as each may be amended from time to time, relating to affiliated transactions and control share acquisitions.

IN WITNESS WHEREOF, I the undersigned incorporator have made, subscribed and acknowledged these Articles of Incorporation this 15th day of August, 1996.

Thomas B. Smith

Thomas B. Smith

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