

1200 HAY STREET
PENSACOLA, FL 32501
P9000072752

csc networks

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PENSACOLA SERVICES ACCOUNT NO. : 07210000
DIVISION OF CORPORATION

REFERENCE : 072411 1299A

AUTHORIZATION :

COST LIMIT : \$ PREPAID

ORDER DATE : September 3, 1996

ORDER TIME : 9:42 AM

ORDER NO. : 072411

CUSTOMER NO: 1299A

CUSTOMER: Robert L. Stone, Esq.
CLARK PARTINGTON HART LARRY
BOND STACKHOUSE & STONE
P.O. Box 13010

Pensacola, FL 32591

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DOMESTIC FILING

NAME: GULF COAST HEART NETWORK, 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: Victoria L. Perez

EXAMINER'S INITIALS:

JP 9/3/96

96 SEP -3 PM 12:41
FILED STATE
RECORDS & STATISTICS
DIVISION

**ARTICLES OF INCORPORATION
OF
GULF COAST HEART NETWORK, INC.**

FILED
CLERK OF STATE
DIVISION OF CORPORATIONS
96 SEP -3 PM 12:41

The undersigned incorporators, D. BRUCE MCCRAW, M.D., RODNEY POWELL, M.D. and MARK KATZENSTEIN, M.D., natural persons competent to contract, heroby present 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 GULF COAST HEART NETWORK, INC.

ARTICLE II - PRINCIPAL OFFICE

The address of the principal office of the corporation is 8333 North Davis Highway, Pensacola, Florida 32514.

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 ten thousand (10,000) shares of \$1.00 par value common stock.

ARTICLE V - TERM OF EXISTENCE

This corporation shall have perpetual existence.

ARTICLE VI - RESTRICTIONS ON TRANSFER OF STOCK

Unless waived by written agreement among this corporation and its shareholders, shares held by persons receiving shares in the initial issue of stock in this corporation may not be resold to

other persons unless such shares are first offered to this corporation, and, if not so purchased, then to the other shareholders at the price and terms identical to the proposed sale to a third person. The restrictions contained in this Article VI may be modified by a separate written agreement among the corporation and the shareholders receiving shares in the initial issuance of stock of the corporation.

ARTICLE VII - INITIAL REGISTERED OFFICE AND AGENT

The address of the initial registered office of this corporation shall be 8333 North Davis Highway, Pensacola, Florida 32514, and the name of the initial registered agent of this corporation at that address is D. Bruce McCraw, M.D.

ARTICLE VIII - INITIAL BOARD OF DIRECTORS

This corporation shall have five (5) 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 three (3) nor more than seven (7). The names and addresses of the initial directors of this corporation are:

1. D. Bruce McCraw, M.D., 8333 North Davis Highway, Pensacola, Florida 32514
2. Rodney Powell, M.D., 906 B MarWalt Drive, Fort Walton Beach, Florida 32547
3. Mark Katzenstein, M.D., 103 West College Boulevard, Suite 1, Niceville, Florida 32575
4. Mark C. Branco, M.D., 8333 North Davis Highway, Pensacola, Florida 32514
5. Dan F. Phillips, M.D., 8333 North Davis Highway, Pensacola, Florida 32514

ARTICLE IX - INCORPORATORS

The names and addresses of the persons signing these Articles are:

1. D. Bruce McCraw, M.D., 8333 North Davis Highway, Pensacola, Florida 32514
2. Rodney Powell, M.D., 906 B MarWalt Drive, Fort Walton Beach, Florida 32547
3. Mark Katzenstein, M.D., 103 West College Boulevard, Suite 1, Niceville, Florida 32575

ARTICLE X - 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.

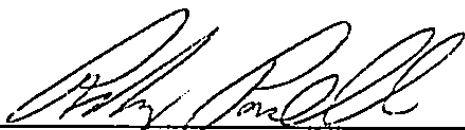
ARTICLE XI - AMENDMENT

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 incorporators have executed these Articles of Incorporation on the 30th day of September, 1996.

INCORPORATORS:


D. BRUCE MCCRAW, M.D.


RODNEY POWELL, M.D.


MARK KATZENSTEIN, M.D.

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS

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REGISTERED AGENT ACCEPTANCE

I do hereby accept the foregoing designation as registered agent of GULF COAST HEART NETWORK, INC. Further, I am familiar with and accept the duties and obligations of such designation.


D. BRUCE MCCRAW, M.D.