

P96000076966



9991 Stirling Road
Suite 103
Cooper City, FL 33024
Tel. (305) 432-7706
Fax (305) 432-3886

Branagan & Co.
Certified Public
Accountants P.A.

August 30, 1996

FLORIDA DEPARTMENT OF STATE
Division of Corporations
409 East Gaines Street
Tallahassee, FL 32399

500001987805
-00/00/96-01089-007
+++122.50 +++122.50

Re: FREDDIE J. NEGRON M.D., P.A.

Dear Sirs:

Enclosed please find check #3353, in the amount of \$122.50 to file the above referenced company's Articles of Incorporation, the original and one copy of which are enclosed. If you should require any further information, please contact this office.

Thanking you in advance for your cooperation, I remain

Yours truly,

BRANAGAN & COMPANY, P.A.

Joann M. Branagan
Joann M. Branagan, CPA

EFFECTIVE DATE
8-30-96

FILED
96 SEP 6 AM 7:55
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

[Handwritten signature/initials]

JAB 9/17



Branagan & Co.
Certified Public
Accountants P.A.

9900 Silling Road
Suite 103
Cooper City, FL 33024
Tel. (305) 432-7706
Fax (305) 432-3886

September 11, 1996

FLORIDA DEPARTMENT OF STATE
Attn: Ms. Teresa Brown
Division of Corporations
409 East Gaines Street
Tallahassee, FL 32399

Re: FREDDIE J. NEGRON M.D., P.A.

Dear Sirs:

Enclosed please find a corrected copy of the Designation of and Acceptance by Registered agent which indicates the same address as the principal office. Should you require any further information, please contact this office.

Thanking you in advance for your cooperation, I remain

Yours truly,

BRANAGAN & COMPANY, P.A.


Joann M. Branagan, CPA



FLORIDA DEPARTMENT OF STATE
Sandra B. Mortham
Secretary of State

September 6, 1996

JOANN M. BRANAGAN, CPA
BRANAGAN & COMPANY, P.A.
9900 STIRLING ROAD, SUITE 103
COOPER CITY, FL 33024

SUBJECT: FREDDIE J. NEGRON, M.D., P.A.
Ref. Number: W96000018715

We have received your document for FREDDIE J. NEGRON, M.D., P.A. and check(s) totaling \$122.50. However, the enclosed document has not been filed and is being returned to you for the following reason(s):

The registered agent and registered office listed in your articles of incorporation must be consistent throughout the document.

Please return your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (904) 487-6926.

Teresa Brown
Corporate Specialist

Letter Number: 096A00041770

EFFECTIVE DATE

8-30-96

ARTICLES OF INCORPORATION
OF
FREDDIE J. NEGRON M.D., P.A.

FILED
96 SEP -6 AM 7:56
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The undersigned subscribers to these Articles of Incorporation, are natural persons competent to contract, hereby form a corporation under the laws of the State of Florida.

ARTICLE I NAME

The name of the corporation shall be FREDDIE J. NEGRON M.D., P.A.

ARTICLE II NATURE OF BUSINESS

This corporation is organized for the following purposes: (a) To engage in the practice of medicine as a professional corporation and to own and operate a medical clinic for the purposes of providing medical care and treatment. (b) To promote medical, surgical, and scientific research and knowledge; to furnish related laboratory and clinical services; and to own real personal property, enter into contracts, and engage in any lawful business necessary for the rendering of such professional services. (c) To do everything necessary, proper, or convenient for the accomplishment of any of the purposes herein set forth, and to do every other act incidental thereto which is not forbidden by the laws of the State of Florida or by the provisions of these articles of incorporation.

The purpose of this corporation shall be carried out only through officer, employees, and agents, each of whom is duly licensed or otherwise legally qualified to render professional medical services in the State of Florida.

ARTICLE III CAPITAL STOCK

The maximum number of shares of stock that this corporation is authorized to have outstanding at any one time is 1000 shares of common stock having a par value of \$1.00 per share.

ARTICLE IV ADDRESS

The street address of the initial principal office of the corporation shall be 2261 N. University Drive, Suite 101, Pembroke Pines, FL 33024, and the name of the initial Registered Agent for the corporation at that address is Freddie J. Negron.

ARTICLE V SPECIAL PROVISIONS

The stock of this corporation is intended to qualify under the requirements of Section 1244 of the Internal Revenue Code and the regulations issued there under. Such actions as may be necessary shall be deemed to have been taken by the appropriate officers to accomplish this compliance.

ARTICLE VI TERM OF EXISTENCE

This corporation shall commence its existence on August 30th, 1996 and exist perpetually.

ARTICLE VII LIMITATION OF LIABILITY

Each director, stockholder and officer, in consideration for their services, shall, in the absence of fraud, be indemnified, whether then in office or not, for the reasonable cost and expenses incurred by them in connection with the defense of, or for advice concerning any claim asserted or proceeding brought against them by reason of their being or having been a director, stockholder or officer of the corporation or of any subsidiary of the corporation, whether or not wholly owned, to the maximum extent permitted by law. The foregoing right of indemnification shall be inclusive of any other rights to which any director, stockholder or officer maybe entitled as a matter of law.

ARTICLE VIII SELF DEALING

No contract or other transaction between the corporation and other corporations, in the absence of fraud, shall be affected or invalidated by the fact that any one or more of the directors of the corporation is or are interested in a contract or transaction, or are directors or officers of any other corporation, and any director or directors, individually or jointly, may be a party or parties to, or may be interested in such contract, act or transaction, or in any way connected with such person or person's firm or corporation, and each and every person who may become a director of the corporation is hereby relieved from any liability that might otherwise exist from this contracting with the corporation for the benefit of himself or any firm, association or corporation in which he may be in any way interested. Any director of the corporation may vote upon any transaction with the corporation without regard to the fact that he is also a director of such subsidiary or corporation.

ARTICLE IX DIRECTORS

This corporation shall have a minimum of one director. The initial Board of Directors shall consist of:

Freddie J. Negron
Lillian I. Negron

ARTICLE X INCORPORATOR

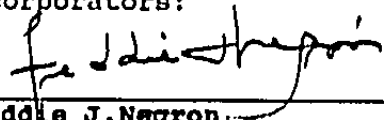
The name and address of the incorporators are:

Freddie J. Negron
14000 Carlton Drive
Davie, FL 33330

Lillian I. Negron
14000 Carlton Drive
Davie, FL 33330

IN WITNESS WHEREOF, the undersigned have hereunto set their hand and seal
on this 30th day of August, 1996.

Incorporators:


Freddie J. Negron



Lillian I. Negron

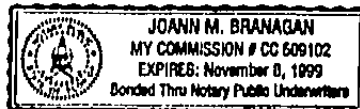
STATE OF FLORIDA
COUNTY OF BROWARD

The foregoing instrument was executed and acknowledged before me this 30th
day of August, 1996, by:

Freddie J. Negron

and Lillian I. Negron


Notary Public
(SEAL) State of Florida
My Commission Expires:



FILED
96 SEP -6 AM 7:56
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

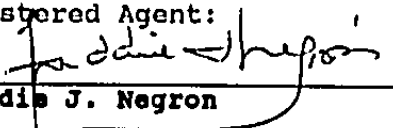
DESIGNATION OF AND ACCEPTANCE
BY REGISTERED AGENT

The following is submitted in compliance with the laws of the State of Florida. **FREDDIE J. NEGRON M.D., P.A.**, a corporation organizing under the laws of the State of Florida, with its principal office located at 2261 N. University Drive, Suite 101, Pembroke Pines, FL 33024, has named **Freddie J. Negron**, whose address is 2261 N. UNIVERSITY DR, Pembrok. Pines, FL 33024, as its agent to accept service of process within this State.

ACCEPTANCE:

I agree as Registered Agent to accept service of process; to keep the office open during prescribed hours; to post my name (and any other officers of said corporation authorized to accept service of process at the above designated address) in some conspicuous place in the office as required by law.


Registered Agent:


Freddie J. Negron

STATE OF FLORIDA
COUNTY OF BROWARD

BEFORE ME, the undersigned authority, this day personally appeared **Freddie J. Negron**, who, after being duly sworn, deposes and says that the facts and matters contained above are true and correct, and that she has executed the same for the purposes expressed herein.

WITNESS my hand and official seal this 30th day of August, 1996.


Notary Public
(SEAL) State of Florida

My Commission Expires:

