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FAX #: (904) 922-4001

FROM: EMPIRE CORPORATE KIT COMPANY
CONTACT: RAY STORMONT
PHONE: (305) 541-3694

ACCT#: 072450003255

FAX #: (305) 541-3770

JANE: GARY C. CHIERICO AND ASSOCIATES, M.D., P.A.

AUDIT NUMBER.....H96000013229

DOC TYPE.....FLORIDA PROFIT CORPORATION OR P.A.

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**ARTICLES OF INCORPORATION
OF
GARY C. CHIERICO AND ASSOCIATES, M.D., P.A.**

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**ARTICLE I
NAME**

The name of this Corporation is **GARY C. CHIERICO AND ASSOCIATES, M.D., P.A.**

**ARTICLE II
PURPOSES**

This Corporation is organized for the purpose of rendering medical services and related services and transacting any and all lawful business permitted for such a professional service corporation under Chapters 607 and 621 of the Florida Statutes.

**ARTICLE III
STOCK**

This Corporation is authorized to issue 1000 shares of common stock with a par value of \$.01 per share.

**ARTICLE IV
REGISTERED AGENT**

The street address of the initial registered office of this Corporation is 21150 Biscayne Boulevard, Suite 408, Aventura, Florida, 33180, and the name of the initial registered agent at that address is **GARY C. CHIERICO, M.D.**

**ARTICLE V
DIRECTORS**

This Corporation shall have one director initially. The number of directors may be increased or diminished from time to time as provided in the Bylaws, but shall never be less than one. The name and address of the initial director of this Corporation is **GARY C. CHIERICO, M.D., 21150 Biscayne Boulevard, Suite 408, Aventura, Florida 33180.**

**ARTICLE VI
INCORPORATOR**

The name and address of the incorporator of this Corporation is **GARY C. CHIERICO, M.D., 21150 Biscayne Boulevard, Suite 408, Aventura, Florida 33180.**

**ARTICLE VII
ADDRESS**

The principal office and mailing address of the corporation is 21150 Biscayne Boulevard, Suite 408, Aventura, Florida 33180.

**HAROLD E. KAPLAN, ESQ.
FLORIDA BAR NO. 0635449
1515 University Drive, Ste 214
Coral Springs, Florida 33071
954-345-8338**

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**ARTICLE VIII
INDEMNIFICATION**

This Corporation shall indemnify, defend, save and hold harmless and insure its officers and directors to the fullest extent permitted by law either now or hereafter.

**ARTICLE IX
PERPETUAL EXISTENCE**

This Corporation shall have perpetual existence unless sooner dissolved as provided by law.

IN WITNESS WHEREOF, the undersigned subscriber has executed these Articles of Incorporation this 20th day of September, 1996.

Gary C. Chierico, M.D.
GARY C. CHIERICO, M.D.,
Incorporator

**ACCEPTANCE OF APPOINTMENT
OF
REGISTERED AGENT**

The undersigned hereby accepts the appointment as registered agent contained in the foregoing Articles of Incorporation.

Gary C. Chierico, M.D.
GARY C. CHIERICO, M.D., Registered
Agent

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