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FLORIDA DIVISION OF CORPORATIONS
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TO: DIVISION OF CORPORATIONS

FAX #: (904)922-4001

FROM: LOWNDES, DROSDICK, DOSTER, KANTOR & REED, P. ACCT#: 072720000036

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NAME: ORLANDO PRIMARY CARE, P.A.

AUDIT NUMBER.....H96000013690

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

CERT. OF STATUS..0 PAGES..... 3

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ARTICLES OF INCORPORATION
OF
ORLANDO PRIMARY CARE, P.A.

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLE I - NAME

The name of this corporation is ORLANDO PRIMARY CARE, P.A.

ARTICLE II - PRINCIPAL OFFICE AND MAILING ADDRESS

The principal office and mailing address of the Corporation shall be 1315 South Orange Avenue, Suite 3B, Orlando, Florida 32806.

ARTICLE III - DURATION

This corporation shall have perpetual existence commencing at the time of filing these Articles of Incorporation.

ARTICLE IV - PURPOSE

This corporation is organized for the sole and specific purpose of engaging in the business of rendering the same professional services to the public that a medical doctor, duly licensed under the laws of the State of Florida, is authorized to render, but such professional services shall be rendered only through officers, employees and agents of this corporation who are duly licensed or otherwise legally authorized under the laws of the State of Florida to practice therein.

ARTICLE V - CAPITAL STOCK

This corporation is authorized to issue ten thousand (10,000) shares of ONE CENT (\$0.01) par value common stock; provided, however, that shares of the common stock of the

This document was prepared by:
Loran A. Johnson, Esq.

Florida Bar Number: 339350
Lowndes, Dootick, Doster, Kantor & Reed, P.A.
P. O. Box 2809
Orlando, Florida 32802-2809
(407) 843-4600

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corporation shall be issued only to individuals who are duly licensed to render services as medical doctors under the laws of the State of Florida and no shareholder of the corporation may sell or transfer his shares in such corporation except to another individual who is eligible to be a shareholder of this corporation. No shareholder of this corporation shall enter into a voting trust agreement or other agreement vesting another person with the authority to exercise his voting powers of any or all of his stock.

ARTICLE VI - INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial registered office of this corporation is 215 North Eola Drive, Orlando, Florida 32801 and the name of the initial registered agent of this corporation at that address is Julia L. Frey.

ARTICLE VII - INITIAL BOARD OF DIRECTORS

This corporation shall have one (1) director initially. The number of directors may be either increased or diminished from time to time as provided in the Bylaws of the corporation, but shall never be less than one (1). The name and address of the initial director are as follows:

Paul E. Ziajka, M.D.

1315 S. Orange Ave., Ste. B
Orlando, Florida 32806

ARTICLE VIII - INCORPORATOR

The name and address of the person signing these Articles is as follows:

Loran A. Johnson

215 North Eola Drive
Orlando, Florida 32801

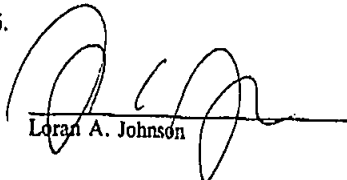
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IN WITNESS WHEREOF, the undersigned incorporator has executed these Articles of Incorporation this 27th day of September, 1996.


Loran A. Johnson

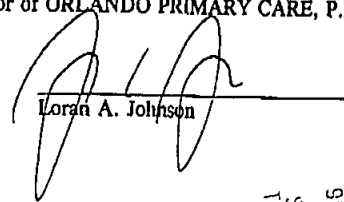
ACCEPTANCE OF REGISTERED AGENT

The undersigned hereby accepts the designation as Registered Agent of ORLANDO PRIMARY CARE, P.A.


Julia L. Frey

WAIVER OF SUBSCRIPTION RIGHTS

The undersigned hereby waives any rights of subscription which may have accrued by virtue of the undersigned acting as Incorporator of ORLANDO PRIMARY CARE, P.A.


Loran A. Johnson

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