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10/16/96

FLORIDA DIVISION OF CORPORATIONS  
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((H96000014520 6))

TO: DIVISION OF CORPORATIONS

FAX #: (904)922-4001

FROM: EMPIRE CORPORATE KIT COMPANY

ACCT#: 072450003255

CONTACT: RAY STORMONT

PHONE: (305)541-3694

FAX #: (305)541-3770

NAME: WESTON PEDIATRICS, P.A.

AUDIT NUMBER.....H96000014520

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

CERT. OF STATUS..0

PAGES..... 5

CERT. COPIES.....1

DEL.METHOD.. FAX

EST.CHARGE.. \$122.50

NOTE: PLEASE PRINT THIS PAGE AND USE IT AS A COVER SHEET. TYPE THE FAX  
AUDIT NUMBER ON THE TOP AND BOTTOM OF ALL PAGES OF THE DOCUMENT

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SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

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TALLAHASSEE, FLORIDA

96 OCT 16 PM 4:58

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47436  
10/16/96

ARTICLES OF INCORPORATION  
OF  
WESTON PEDIATRICS, P.A.

③  
H96000014520

THE UNDERSIGNED, each a natural person competent to contract for the purpose of forming a corporation under the laws of the State of Florida, hereby adopt(s) the following Articles of Incorporation for such corporation:

ARTICLE I - CORPORATE NAME

The name of this Corporation shall be:

WESTON PEDIATRICS, P.A.

ARTICLE II - NATURE OF BUSINESS

This corporation may engage in any activity or business permitted under the laws of the United States and the State of Florida. The corporation may engage in every phase and aspect of the practice of law, and all business of the corporation shall be supervised by a physician licensed to practice medicine in the State of Florida.

ARTICLE III - AUTHORIZED CAPITAL STOCK

The maximum number of shares of stock that this Corporation is authorized to have outstanding at any time is One Hundred (100) shares of Common Stock having a par value of One Hundred Dollars (\$100) per share.

ARTICLE IV - INITIAL CAPITAL

The amount of capital with which this Corporation will begin business shall not be less than One Hundred (\$100.00) Dollars.

ARTICLE V - TERM OF EXISTENCE

This corporation shall have perpetual existence.

ARTICLE VI - INITIAL ADDRESS

The initial street address in this State of the principal office of the Corporation shall be:

2121 Ponce de Leon Blvd., Suite 900  
Coral Gables, Florida 33134

Law Offices of  
Marvin I. Wiener, P.A.  
2121 Ponce de Leon Blvd.  
Suite 900  
Coral Gables, FL 33134  
(305) 445-3888  
Florida Bar #087610

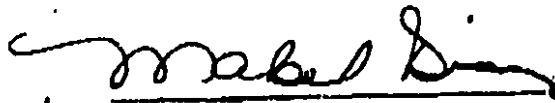
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TALLAHASSEE, FLORIDA

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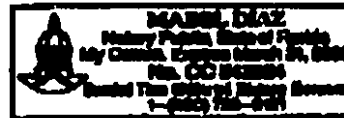
STATE OF FLORIDA )  
COUNTY OF DADE )

The foregoing instrument was acknowledged before me this 15 day of October, 1996 by Dr. GEORGE TERMOTTO, Incorporator of WESTON PEDIATRICS, P.A. a Florida corporation, on behalf of the corporation. He is personally known to me or has produced \_\_\_\_\_ identification and did take an oath.



Notary Public, State of Florida

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10/11/96 10:11:40 @ 2123 pm



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**CERTIFICATE DESIGNATING PLACE OF BUSINESS OR DOMICILE  
FOR THE SERVICE OF PROCESS WITHIN FLORIDA.  
NAMING AGENT UPON WHOM PROCESS MAY BE SERVED**

In compliance with §48.091, Florida Statutes, the following is submitted:

First - That WESTON PEDIATRICS, P.A., desiring to organize or qualify under the laws of the State of Florida, with its principal place of business at City of Miami, State of Florida, has named MARVIN I. WIENER, ESQ., located at 2121 Ponce de Leon Blvd., Suite 900, City of Coral Gables, Florida, as its agent to accept service of Process within Florida.

SIGNATURE: \_\_\_\_\_

DR. GEORGE TERMOTTO

TITLE: President

DATE: October 11, 1996

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TALLAHASSEE, FLORIDA

Having been named to accept service of process for the above-stated corporation, at the place designated in this Certificate, I hereby agree to act in this capacity, and I further agree to comply with the provisions of all statutes relative to the proper and complete performance of my duties.

SIGNATURE: \_\_\_\_\_

MARVIN I. WIENER, ESQ.

Registered Agent

DATE: October 11, 1996

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CSC NETWORKS

P.O. Box 5828  
Tallahassee, FL 32314  
(800) 342-8086

ACCOUNT NO. : 072100000032

REFERENCE : 203209 81201A

AUTHORIZATION :

Patricia Fyfe

COST LIMIT : \$ 35.00

ORDER DATE : December 27, 1996

ORDER TIME : 11:36 AM

ORDER NO. : 203209-005

CUSTOMER NO: 81201A

600002039766--1

CUSTOMER: Mabel Diaz, Legal Assistant  
Wiener & Walton  
Suite 900  
2121 Ponce De Leon  
Coral Gables, FL 33134

DOMESTIC AMENDMENT FILING

NAME: WESTON PEDIATRICS, P.A.

EFFECTIVE DATE:

XXX ARTICLES OF AMENDMENT  
       RESTATED ARTICLES OF INCORPORATION

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

       CERTIFIED COPY  
XXX PLAIN STAMPED COPY  
       CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Harry B. Davis

EXAMINER'S INITIALS:

Handwritten initials: HBD

Handwritten number: 1-2

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95 DEC 27 PM 12:51  
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TALLAHASSEE, FLORIDA

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TALLAHASSEE, FLORIDA

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95 DEC 27 11:36 AM  
OFFICE OF CLERK OF CIRCUIT COURT



FLORIDA DEPARTMENT OF STATE  
Sandra B. Mortham  
Secretary of State

December 27, 1996

CSC  
HARRY B. DAVIS  
TALLAHASSEE, FL 32301

SUBJECT: WESTON PEDIATRICS, P.A.  
Ref. Number: P96000085319

RECEIVED  
DEC 31 AM 2:45  
DIV OF CORPORATION

We have received your document for WESTON PEDIATRICS, P.A. and the authorization to debit your account in the amount of \$35.00. However, the document has not been filed and is being returned for the following:

Amendments for Florida profit corporations are filed in compliance with section 607.1006, Florida Statutes. Please see the enclosed information.

The date of adoption of each amendment must be included in the document.

If an amendment was approved by the shareholders, the date of adoption of the amendment and one of the following statements must be contained in the document:

- (1) A statement that the number of votes cast for the amendment by the shareholders was sufficient for approval.
- (2) If more than one voting group was entitled to vote on the amendment, a statement designating each voting group entitled to vote separately on the amendment and a statement that the number of votes cast for the amendment by the shareholders in each voting group was sufficient for approval by that voting group.

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) 487-6880.

Karen Gibson  
Corporate Specialist

Letter Number: 296A00057527

**RESUBMIT**

Please give original  
submission date as file date.

**CERTIFICATE OF AMENDMENT OF  
CERTIFICATE OF INCORPORATION OF  
WESTON PEDIATRICS, P.A.**

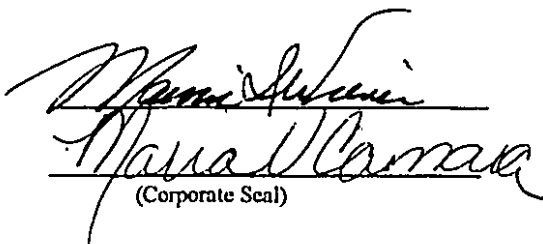
I, the undersigned, President of WESTON PEDIATRICS, P.A., a corporation organized under the Laws of the State of Florida, hereby certify:

1. The name of the Corporation is WESTON PEDIATRICS, P.A.
2. The Certificate of Incorporation of this Corporation was filed in the Office of the Secretary of State of Florida on the 16th day of October, 1996.
3. That Article II-Nature of Business of the Articles of Incorporation of this Corporation shall be and is hereby amended to read as follows:

"This corporation may engage in any activity or business permitted under the laws of the United States and the State of Florida. The corporation may engage in every phase and aspect of the practice of medicine, and all business of the corporation shall be supervised by a physician licensed to practice medicine in the State of Florida."

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SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

4. That Article II of the Articles of Incorporation of this Corporation wherein it stated that the corporation may engage in every phase and aspect of the practice of law was a scrivener's error which is amended to read as stated in 3. above. The amendment was adopted by the shareholders unanimously on 12/21/96 and the number of votes cast was sufficient for approval.
- IN WITNESS WHEREOF, I have signed this Certificate the 21 day of December, 1996.

  
(Corporate Seal)

  
GEORGE R. TERMOTTO, President

STATE OF FLORIDA  
COUNTY OF DADE

I HEREBY CERTIFY that on this day before me a Notary Public, duly authorized in the State and County above

named to take Acknowledgments, personally appeared GEORGE R. TERMOTTO, President of WESTON PEDIATRICS, P.A., and who executed the foregoing Certificate of Amendment of Certificate of Incorporation, and now acknowledges before me that he subscribed to said Amendment of the aforesaid Certificate of Incorporation.

WITNESS my hand and official seal this 21 day of <sup>December</sup>~~November~~, 1996.

*Mabel S. L.*

Notary Public-State of Florida

C:\OFFICE\WPWINFILES\CORPORATE\WESTON\CEATAM.D\WPD  
Notary rev: 11/22/96 @ 10:02 am

