

Department of State
Division of Corporations
P. O. Box 6327
Tallahassee, FL 32314

700001980147--4 -10/18/96--01068--018 \*\*\*\*131.25 \*\*\*\*131.25

SUBJECT: NOVUS Physicians, Inc.  (Proposed corporate name - must include suffix)	
Enclosed is an original and one (1) co for :  \$70.00 \$78.75  Filing Fee & Certificate	py of the articles of incorporation and n check  \$122.50
FROM: Jeffrey Topfer ' SA	
Delray Beach, Florida 33483  City, State & Zip	
Daytime Telephone number	
NOTE: Please provide the original and one copy of the articles.	

STATE OF FLORIDA

ARTICLES OF INCORPORATION

OF SEE THE CORPORATION NAME THAT SATISFIES THE REQUIRES SECTION 607.0401 IS:

NOVUS PHYSICIANS, INC.

SECOND: THE ADDRESS OF THE PRINCIPAL OFFICE, AND MAILING ADDRESS OF THE CORPORATION IS

> 1801 S. FEDERAL HIGHWAY **SUITE 312** DELRAY BEACH, FLORIDA 33483

THIRD: THE NUMBER OF SHARES THE CORPORATION IS AUTHORIZED TO ISSUE IS:

TEN MILLION (10,000,000) COMMON SHARES WITH A PAR VALUE OF ONE ONE-THOUSANDTH OF A CENT (.001).

FOURTH: THE STREET ADDRESS OF THE INITIAL REGISTERED OFFICE OF THE CORPORATION IS 1801 S. FEDERAL HIGHWAY, SUITE 312, DELRAY BEACH, FLORIDA 33487, AND THE NAME OF ITS INITIAL REGISTERED AGENT AT SUCH ADDRESS IS JEFFREY E. TOPFER.

FIFTH: THE NUMBER OF DIRECTORS CONSTITUTING THE INITIAL BOARD OF DIRECTORS OF THE CORPORATION IS TWO (2) AND THE NAMES AND ADDRESSES OF THE PERSONS WHO ARE TO SERVE AS DIRECTORS UNTIL THE FIRST ANNUAL MEETING OF SHAREHOLDERS OR UNTIL THEIR SUCCESSORS ARE ELECTED AND SHALL OUALIFY ARE:

JEFFREY E. TOPFER

3131 CLINT MOORE ROAD

# 101

BOCA RATON, FLORIDA 33496

**GLEN UDINE** 

5601 RICO DRIVE

BOCA RATON, FLORIDA 33487

SIXTH: THE NAMES AND ADDRESSES OF THE INCORPORATORS TO THESE ARTICLES OF INCORPORATION ARE:

JEFFREY TOPFER

1801 S. FEDERAL HIGHWAY SUITE 312

DELRAY BEACH, FLORIDA 33487

**OLEN UDINE** 

5601 RICO DRIVE BOCA RATON, FLORIDA 33487

L. JOSEPH SCHMOKE

7601 NORTH FEDERAL HIGHWAY SUITE A-220 BOCA RATON, FLORIDA 33487

THE UNDERSIGNED HAS EXECUTED THESE ARTICLES OF INCORPORATION THIS 11TH DAY OF OCTOBER, 1996.

EN REY TOPFER

ACCEPTANCE BY THE REGISTERED AGENT AS REQUIRED IN SECTION 607.0501(3) F.S.: JEFFREY E, TOPFER IS FAMILIAR WITH AND ACCEPTS THE OBLIGATIONS PROVIDED FOR IN SECTION 607.0505.

DATED Oct . 11 1/2 1996

BY Jeffy Type

96 OCT 18 AH 8: 02
SECRETARY OF STATE
TALLAHASSEE FLORID/

## NOVUS Physicians, Inc. --

Popular Federal Hwy. • Defray Beach, Florida 33-1R4 • (561) 279-0550 Fax: (561) 279-0590 Formally 2819-05 58 2

Florida Department of State Division of Corporation P.O. Box 6327 Tallahassee, Florida 32314 600002108756--8 -03/10/97--01118--009 \*\*\*\*\*35.00 \*\*\*\*\*85.00

Enclosed is a an articles of amendment to the Articles of Incorporation of Novus Physicians, Inc. as well as a check for \$35 representing the filing fee for the articles of amendment.

Above is the telephone number and return address for NOVUS Physicians, Inc.

Sincerely,

Jeffrey Toptor

ECRETARY OF STATE

Ameno.



March 12, 1997

Jeffrey Topfer Novus Physicians, Inc. 1801 S. Federal Hwy. Delray Beach, FL 33483

SUBJECT: NOVUS PHYSICIANS, INC.

Ref. Number: P96000086582

We have received your document for NOVUS PHYSICIANS, INC. and your check(s) totaling \$35.00. However, the enclosed document has not been filed and is being returned for the following correction(s):

The incorporator(s) cannot be amended or changed. Please correct your document accordingly.

The document must be signed by the chairman, any vice chairman of the board of directors, its president, or another of its officers.

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) 487-6908.

Letter Number: 197A00012689

Steven Harris Corporate Specialist

Jeffrey Topfer 1801 S. Federal Hwy. Suite 312 Delray Beach, Florida 33483 (561) 279-0550

Steven Harris
Corporate Specialist
Florida Department of State
Division of Corporations
P.O. Box 6327
Tallahassee, Florida 32314

March 24, 1997

Doar Mr. Harris,

Per my conversation with you today, enclosed is the corrected amendment for filing. As you will see the amendment reflects the changes requested.

- 1. The documents are signed by the chairman and the president.
- 2. Also, per our conversation -- because there was an incorporators name placed on the original articles by mistake the article was changed.

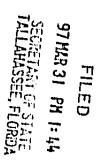
Please call me at (561) 279-0550 if you have any questions.

Thank you,

Jeffrey Topfer

## ARTICLES OF AMENDMENT TO

## ARTICLES OF INCORPORATION OF NOVUS PHYSICIANS, INC.



Pursuant to the provisions of section 607.1006, Florida Statutes, this Florida profit corporation adopts the following articles of amendment to its articles of incorporation:

FIRST: The previous Article Six will deleted in its clirety and replaced with the following article:

SIXTH: THE NAMES AND ADDRESSES OF THE INCORPORATORS TO THESE ARTICLES OF INCORPORATION ARE:

JEFFREY TOPFER

3131 CLINT MOORE ROAD

# 101

BOCA RATON, FLORIDA 33496

**GLEN UDINE** 

5601 RICO DRIVE

BCCA RATON, FLORIDA 33487

SECOND: The date of the amendment to Article One is adopted as of February 21, 1997.

**THIRD**: The amendment was adopted by the incorporators and approved by the shareholders. The number of votes east for the amendment was sufficient for approval.

Signed this  $24^{\frac{1}{b}}$  day of \_

Glen Udine

Chief Executive Officer Director/incorporator

Jeffrey Topfer

Chairman & President Director/incorporator