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October 8, 1996

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Florida Department of State
Division of Corporations
Post Office Box 6327
Tallahassee, Florida 32314

Re: Articles of Incorporation of U.S. Urologicals, Inc.

Dear Sir or Madam:

Enclosed please find the following:

1. Duplicate original Articles of Incorporation of U.S. Urologicals, Inc.;
2. Check in the amount of \$122.50 for filing fees; and
3. Self-addressed, stamped envelope.

Please file the Articles of Incorporation of U.S. Urologicals, Inc., and return a certified copy of same to this firm at your earliest possible convenience.

If you have any questions or require any additional information, please do not hesitate to call. Thank you for your assistance.

Very truly yours,


Cathy R. LeBeau

CRL:paf
Enclosures

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
96 OCT 21 AM 10:09

D. BROWN OCT. 24 1996

ARTICLES OF INCORPORATION
OF
U.S. UROLOGICALS, INC.

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
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The undersigned, for the purposes of forming a corporation for profit under the laws of Florida, adopts the following Articles of Incorporation:

ARTICLE I - NAME

The name of this Corporation is U.S. UROLOGICALS, INC.

ARTICLE II - NATURE OF BUSINESS

This Corporation may engage in any activity or business permitted under the laws of the United States and of the State of Florida.

ARTICLE III - CAPITAL STOCK

The authorized capital of the Corporation shall be 10,000 shares of the common stock at a par value of \$1.00 per share.

ARTICLE IV - TERM OF EXISTENCE

This Corporation is to exist perpetually.

ARTICLE V - PREEMPTIVE RIGHTS

Every Stockholder, upon the sale for cash of any new stock of this Corporation of the same kind, class or series as that which he already holds, shall have the right to purchase his pro rata share thereof (as nearly as may be done without issuance of fractional shares) at the price at which it is offered to others.

ARTICLE VI - PRINCIPAL OFFICE AND MAILING ADDRESS

The initial street address of the principal office and the mailing address of this Corporation is 8515 S.W. 55th Place, Gainesville, FL 32608. The Board of Directors may from time to time move the principal office to any other address in Florida.

ARTICLE VII - DIRECTORS

This Corporation shall have one (1) Director initially. The number of Directors may be increased or diminished from time to time, by Bylaws adopted by the Stockholders.

ARTICLE VIII - INITIAL DIRECTORS

The names and street addresses of the members of the first Board of Directors are:

Perinchery Narayan, M.D.

Laurel Park
8515 S.W. 55th Place
Gainesville, FL 32608

ARTICLE IX - INCORPORATOR

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

Cathy R. LeBeau

LeBeau & Mincek, P.A.
6000-A Sawgrass Village Circle
Suites 1 & 2
Ponte Vedra Beach, FL 32082

ARTICLE X - SECTION 1244 STOCK

The Board of Directors is authorized to issue "Section 1244 Stock", as defined by Section 1244 of the Internal Revenue Code as the same may be amended from time to time.

ARTICLE XI - INITIAL REGISTERED OFFICE AND AGENT

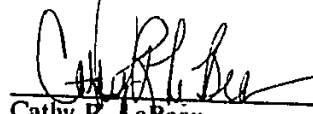
The street address of the initial registered office of this Corporation is 6000-A Sawgrass Village Circle, Suites 1 & 2, Ponte Vedra Beach, FL 32082, and the name of the initial registered agent of this Corporation at that address is Cathy R. LeBeau, Esq.

ARTICLE XII - AMENDMENT

These Articles of Incorporation may be amended, altered, or changed at any time, from time to time, in the manner now or hereafter prescribed by the applicable Florida Statutes, and all rights conferred on a stockholder herein are granted subject to this reservation.

ARTICLE XIII - EFFECTIVE DATE

The existence of this Corporation shall commence on the date of filing of these Articles of Incorporation with the Secretary of State.



Cathy R. LeBeau
Incorporator

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SECRETARY OF STATE
DIVISION OF CORPORATIONS
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REGISTERED AGENT'S ACCEPTANCE

The undersigned, by execution hereof, hereby accepts all of the duties and responsibilities of a Registered Agent for U.S. UROLOGICALS, INC., a Florida corporation, in accordance with Florida Statutes, Section 607.0501.



Cathy R. LeBeau
Registered Agent