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October 22, 1996

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\*\*\*122.50 \*\*\*122.50

Division of Corporations  
409 East Gaines Street  
Tallahassee, Florida 32399

Re: The F. Desmond Hussey III, M.D. Professional Association

Dear Sirs:

Enclosed please find "Articles of Incorporation", "Certificate of Designation of Registered Agent" and a check in the amount of \$122.50 for the filing of the above referenced Professional Association. If you have any questions please contact Mr. Vega at the number above. Thank you for your attention to this matter.

Sincerely,  
VEGA, STANLEY, ZELMAN & HANLON, P.A.

*Danielle Oss*

Danielle Oss  
Secretary to John G. Vega

Danielle GAVE  
AUTHORIZATION BY PHONE TO  
DIRECT name  
TE 10/24/96  
J. EXAM. me

FILED  
96 OCT 23 AM 9:43  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

*me* OCT 25 1996

ARTICLES OF INCORPORATION  
OF  
THE F. DESMOND HUSSEY III, M.D. PROFESSIONAL ASSOCIATION

The undersigned, duly licensed to practice medicine, in the State of Florida, desiring to form a professional corporation in accordance with the Florida Business Corporation Act and the Florida Professional Service Corporation and Limited Liability Company Act hereby adopts the following Articles of Incorporation:

I. NAME

The name of the professional Corporation is The F. Desmond Hussey III, M.D., Professional Association

II. PURPOSE

The purpose for which the Corporation is organized is practice of medicine.

III. ELECTION UNDER PROFESSIONAL CORPORATION ACT

The Corporation elects to be governed by the provisions of The Florida Professional Service Corporation and Limited Liability Company Act.

IV. DURATION

The term of existence of the Corporation is perpetual.

V. CAPITAL STOCK

The number of shares the Corporation is authorized to issue is 100, all of which shall be common shares with par value of \$1.00.

VI. STATED CAPITAL

The amount of capital with which the Corporation shall begin business is \$100.

VII. REGISTERED OFFICE

The street address of the Corporation's initial registered office in this State is 2660 Airport Road South, Naples, Florida 34102. The initial registered agent at the registered office is John G. Vega.

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STATE OF FLORIDA  
CLERK OF THE SUPREME COURT

### VIII. PRINCIPAL OFFICE

The mailing address of the initial principal office of the Corporation is 670 Goodlette Road, Naples, Florida 34102.

### IX. INCORPORATORS

The names and post office addresses of the incorporator is the following:

<u>Name</u>	<u>Address</u>
F. Desmond Hussey, III	670 Goodlette Road, Naples, Florida 34102

### X. DIRECTORS

The initial Board of Directors shall consist of one member. The name and address of the Board of Director is the following:

<u>Name</u>	<u>Address</u>
F. Desmond Hussey, III	670 Goodlette Road, Naples, Florida 34102

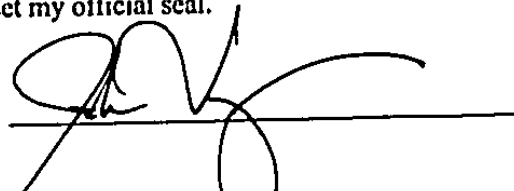
IN WITNESS WHEREOF, the undersigned incorporator have executed these Articles of Incorporation on this 16 day of October, 1996.

  
F. Desmond Hussey, III, Incorporator

STATE OF FLORIDA  
COUNTY OF COLLIER

On this 16 day of OCTOBER, 1996 before me JOHN G. VEGA, the undersigned officer, personally appeared F. Desmond Hussey known to me to be the person whose name is subscribed to this document, and acknowledged that he executed the document for the purposes contained within it.

IN WITNESS WHEREOF, I sign here and set my official seal.

  
My commission expires:



JOHN G VEGA  
My Commission CC588305  
Expires Jun. 19, 2000

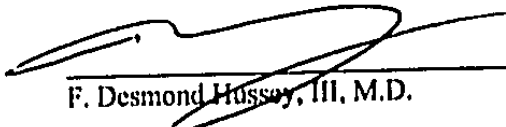
## CERTIFICATE OF DESIGNATION OF REGISTERED AGENT

Pursuant to the provisions of Section 607.0501, Florida Statutes, the undersigned corporation, organized under the laws of Florida, submits the following statement designating the registered office and registered agent in Florida.

1. The name of the corporation is The F. Desmond Hussey, III, M.D., Professional Association
2. The address of the registered office is 2660 Airport Road South, Naples, Florida 34102.
3. The name of the registered agent at the registered office is John G. Vega.

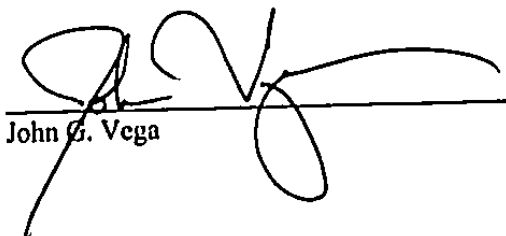
Dated this 16 day of October, 1996.

The F. Desmond Hussey, III, M.D., P.A.

  
F. Desmond Hussey, III, M.D.

Having been named as registered agent and to accept service of process for the above-named corporation at the place designated in this certificate, I hereby accept the appointment as registered agent and agree to act in this capacity. I further agree to comply with the provisions of all statutes relating to the proper and complete performance of my duties, and I am familiar with and accept the obligations of my position as registered agent.

Dated this 16 day of October, 1996.

  
John G. Vega

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TALLAHASSEE, FLORIDA