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OF COUNSEL  
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October 18, 1996

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-10/22/96--01066--006  
\*\*\*\*245.00 \*\*\*\*122.50

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

RE: Articles of Incorporation for Patricia Ceballos, M.D., P.A. and Zeppo Investments, Inc.

Dear Sirs:

Enclosed please Articles of Incorporation for Patricia Ceballos, M.D., P.A. and Zeppo Investments, Inc.

A check in the amount of \$245.00, for your filing fees for both corporation, is enclosed.

Please contact me if you require any further information or documentation relating to this.

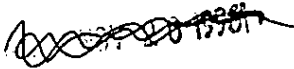
Very truly yours,

  
Jack L. Weitzman

W96-225-31

JLW/ya

Enclosures



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96 NOV 19 PM 12:29  
TALLAHASSEE, FLORIDA

NOV 19 1996



FLORIDA DEPARTMENT OF STATE  
Sandra B. Mortham  
Secretary of State

October 22, 1996

JACK L. WEITZMAN, ESQ.  
11420 SW 109 ROAD  
MIAMI, FL 33176

SUBJECT: PATRICIA CEBALLOS, M.D. P.A.  
Ref. Number: W96000022531

We have received your document for PATRICIA CEBALLOS, M.D. P.A. and your check(s) totaling \$245.00. However, the enclosed document has not been filed and is being returned for the following correction(s):

The specific nature of business of the professional association must be stated in the document.

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) 487-6928.

Agnes Lunt  
Corporate Specialist

Letter Number: 196A00048748

**ARTICLES OF INCORPORATION  
OF  
PATRICIA CEBALLOS, M.D., P.A.**

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STATE OF FLORIDA

**ARTICLE I**

**NAME**

The name of this professional association is PATRICIA CEBALLOS, M.D., P.A.

**ARTICLE II**

**DURATION**

The period of duration of this professional association is perpetual.

**ARTICLE III**

**PURPOSE**

The purpose of this P.A. is to engage in the practice of medicine as well as any other business allowed by law.

**ARTICLE IV**

**CAPITAL STOCK**

This professional association is authorized to issue 1,000 shares, all of one class, at \$1.00 par value.

**ARTICLE V**

**INITIAL REGISTERED OFFICE AND REGISTERED AGENT**

The name and address of the initial registered office and agent of this professional association is:

(a) Registered Agent - Jack L. Weitzman

(b) Registered Agent Office - 11420 S. W. 109 Road

Miami, Florida 33176

#### ARTICLE VI

##### PRINCIPAL OFFICE AND/OR MAILING ADDRESS

The principal office of this professional association is PATRICIA CEBALLOS, M.D., P.A. at c/o Smith Kline Laboratories, Room #107, 10200 Commerce Parkway, Miramar, Florida 33025. The mailing address of this professional association is c/o Smith Kline Laboratories, Room #107, 10200 Commerce Parkway, Miramar, Florida 33025.

#### ARTICLE VII

##### INITIAL BOARD OF DIRECTORS

This professional association shall have one Director initially. The number of Directors may be either increased or decreased from time to time by an amendment of the bylaws of this professional association in the manner provided by law, but shall never be less than one. The name and address of the initial Director of this professional association are:

Initial Director

Patricia Ceballos  
c/o Smith Kline Laboratories,  
Room #107, 10200 Commerce Parkway  
Miramar, Florida 33025.

ARTICLE VIII  
INCORPORATOR

The name and address of the Incorporator signing these Articles of Incorporation is:  
Jack L. Weitzman, Esq., 11420 S. W. 109 Road, Miami, FL 33176.

ARTICLE IX  
AMENDMENT OF ARTICLES

This professional association reserves the right to amend or repeal any provisions contained in these Articles of Incorporation or any amendment to these articles, and any right conferred upon the shareholders is subject to this reservation.

ARTICLE X  
PREEMPTIVE RIGHTS

The holders of the common stock of this professional association shall have preemptive rights to purchase, at prices, terms and conditions that shall be fixed by the Board of Directors, such of the shares of the stock of this professional association as may be issued for money (money or any property or services) from time to time, in addition to that stock authorized (and issued) by this professional association. The preemptive right of any holder is determined by the ratio of the authorized (authorized and issued) shares of common stock held by the holder to all shares of common stock currently authorized (authorized and issued).

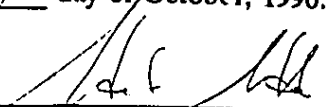
IN WITNESS WHEREOF, the undersigned incorporator has executed these articles  
this 30<sup>th</sup> day of October, 1996.

  
JACK L. WEITZMAN, ESQ.

STATE OF FLORIDA )  
 )SS:  
COUNTY OF DADE )

BEFORE ME, a Notary Public authorized to take acknowledgments in the state and county set forth above, personally appeared JACK L. WEITZMAN, ESQ., known to me and known by me to be the person who executed the foregoing articles and acknowledged to me that he executed the same freely and voluntarily.

WITNESS my hand and official seal this 30<sup>th</sup> day of October, 1996.

  
NOTARY PUBLIC, STATE OF FLORIDA

My Commission Expires:

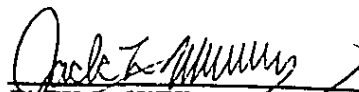


STUART SUTTA  
MY COMMISSION # 00165612 EXPIRES  
AUGUST 11, 1999  
BONDED THRU TROY FAIR INSURANCE, INC

ACCEPTANCE OF APPOINTMENT AS REGISTERED AGENT

Having been named as the F. irstered Agent for the above corporation for the purpose of accepting service of process at the registered office designated in the Articles of Incorporation, I accept such appointment and am familiar with and accept the obligations provided for in Section 607.0501 and 607.0505, Florida Statutes.

DATED this 30<sup>th</sup> day of October, 1996.

  
JACK L. WEITZMAN  
REGISTERED AGENT

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