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PREPARED BY
LEGAL & FINANCIAL SERVICE ACCOUNT NO. : 072100000032

REFERENCE : 166372 80448A

AUTHORIZATION :

COST LIMIT : \$ PPD

ORDER DATE : November 25, 1996

ORDER TIME : 10:53 AM

ORDER NO. : 166372-005

EFFECTIVE DATE

1-1-97

CUSTOMER NO: 80448A

CUSTOMER: Marshall H. Barkin, Esq
MARSHALL H. BARKIN, ESQ
PERSONAL ACCOUNT
Suite 710
149-p S. Ridgewood Avenue
Daytona Beach, FL 32114

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*****70.00 *****70.00

DOMESTIC FILING

NAME: ADVANCED UROLOGY CENTER OF
VOLUSIA, P.A.

EFFECTIVE DATE:

XXX ARTICLES OF INCORPORATION
 CERTIFICATE OF LIMITED PARTNERSHIP

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:

W-24878
KR 11-25

TALLAHASSEE, FLORIDA

NOV 25 PM 4:15

FILED

RECEIVED
NOV 25 AM 10:07
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TALLAHASSEE, FLORIDA



FLORIDA DEPARTMENT OF STATE
Sandra B. Mortham
Secretary of State

November 25, 1996

CSC NETWORKS
1201 HAYS STREET
TALLAHASSEE, FL 32301-2607

SUBJECT: ADVANCED UROLOGY CENTER OF VOLUSIA, P.A.
Ref. Number: W96000024878

We have received your document for ADVANCED UROLOGY CENTER OF VOLUSIA, P.A. and your check(s) totaling \$70.00. However, the enclosed document has not been filed and is being returned for the following correction(s):

According to section 607.0202(1)(b) or 617.0202(1)(b), Florida Statutes, you must list the corporation's principal office, and if different, a mailing address in the document. If the principal address and the registered office address are the same, please indicate so in your 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) 487-6932.

Kimberly Rolfe
Document Specialist

Letter Number: 296A00053405

RESUBMIT

Please give original
submission date as file date.

EFFECTIVE DATE

11 97

ARTICLES OF INCORPORATION
OF
ADVANCED UROLOGY CENTER OF VOLUSIA, P.A.
A PROFESSIONAL SERVICE CORPORATION

FILED

95 NOV 25 PM 4:15

TALLAHASSEE, FLORIDA

The undersigned, duly licensed to practice medicine in the State of Florida, desiring to form a professional corporation in accordance with Chapter 607 of the Florida Statutes and the Florida Professional Service Corporation Act, does hereby adopt the following Articles of Incorporation.

ARTICLE I
NAME

The name of the Corporation shall be ADVANCED UROLOGY CENTER OF VOLUSIA, P.A.

ARTICLE II
COMMENCEMENT OF CORPORATE EXISTENCE

The Corporation shall commence its existence on January 1, 1997.

ARTICLE III
REGISTERED OFFICE AND AGENT

The location and address of the Corporation's initial registered office in Florida is 633 Dunlawton Avenue, Suite 2, Port Orange, Florida 32127, Volusia County. The initial registered agent at the registered office is Ramesh K. Chopra, M.D.

The principal address shall be the same.

ARTICLE IV
PURPOSE

The purpose for which the Corporation is organized shall be to engage in the practice of medicine within the State of Florida, and to take all actions that are necessary or proper in connection with that practice.

ARTICLE V
DURATION

The term of existence of the Corporation is perpetual.

**ARTICLE VI
PROFESSIONAL SERVICES**

The professional services of the Corporation shall be rendered only through officers, employees, and agents who are duly licensed or otherwise legally authorized to practice medicine within the State of Florida. Professional services shall be rendered in each case by the officer, employee, or agent designated solely by this Corporation, acting through its duly elected officers. This provision shall not be applicable to the extent it is in conflict with the law or the professional rules of medical practice.

**ARTICLE VII
INCORPORATOR**

The name and post office address of the incorporator is:

Ramesh K. Chopra, M.D.
633 Dunlawton Avenue, Suite 2
Port Orange, FL 32127

**ARTICLE VIII
DIRECTORS**

The Board of Directors shall consist of not less nor more than three (3) members as determined in the By-Laws of the Corporation. The initial Board of Directors shall consist of one member whose name and address is as follows:

Ramesh K. Chopra, M.D.
633 Dunlawton Avenue, Suite 2
Port Orange, FL 32127

**ARTICLE IX
CAPITAL STOCK**

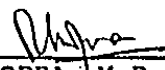
The number of shares of stock that the Corporation is authorized to have outstanding is 100, all of which shall be common shares with par value of \$1.00 per share.

**ARTICLE X
AMENDMENT OF ARTICLES**

The Corporation reserves the right to amend these Articles of Incorporation at any time in a manner now or subsequently permitted by statute. Any change authorized by the holders of shares entitling them to exercise a majority of the voting power of the Corporation, or any greater number that may then be required by statute, shall be binding and conclusive on every shareholder of the Corporation as fully as if each shareholder had voted for the

change. No shareholder, notwithstanding that he or she may have voted against the amendment or may have objected in writing, shall be entitled to payment of the fair cash value of his or her shares or any other rights of a dissenting shareholder.

IN WITNESS WHEREOF, I have signed these Articles of Incorporation on the 5th day of November, 1996.



RAMESH K. CHOPRA, M.D., Incorporator

CERTIFICATE OF DESIGNATION
REGISTERED AGENT/REGISTERED OFFICE

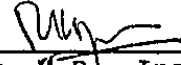
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Pursuant to the provisions of Section 607.0501, Florida Statutes, the undersigned corporation, organized under the laws of the State of Florida, submits the following statement in designating the registered office/registered agent, in the State of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

1. The name of the corporation is: **ADVANCED UROLOGY CENTER OF VOLUSIA, P.A.**
2. The name and address of the registered agent and office is:

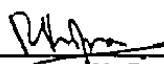
Ramesh K. Chopra, M.D.
633 Dunlawton Avenue, Suite 2
Port Orange, FL 32127



Ramesh K. Chopra, M.D., Incorporator

Date: 11/5/96

HAVING BEEN NAMED AS REGISTERED AGENT AND TO ACCEPT SERVICE OF PROCESS FOR THE ABOVE STATED 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.



Ramesh K. Chopra, M.D.

Date: November 5, 1996