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FLORIDA DIVISION OF CORPORATIONS

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TO: DIVISION OF CORPORATIONS
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FAX #:

FROM: BLUMBERG/EXCELSIOR CORPORATE SERVICES, INC.
075350000353

ACCT#:

CONTACT: CATHY LEACH
PHONE: (212)431-5000
(212)431-1441

FAX #:

NAME: SUNIL N. LALLA M.D., PA
AUDIT NUMBER.....H96000017131
DOC TYPE.....FLORIDA PROFIT CORPORATION OR P.A.
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TALLAHASSEE, FLORIDA

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DEC-11 96 14:36 FROM:XL CORP & RESEARCH 212-431-1441 TO:FLAFXINC
4-822-3709 12/11/96 13:13 Fl. Dept. of State p1 /1

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FLORIDA DEPARTMENT OF STATE
Sandra B. Mortham
Secretary of State

December 11, 1996

BLUMBERG EXCELSIOR CORPORATE SERVICES

MIAMI, FL

SUBJECT: SUNIL M. LALLA M.D., P.A.
REF: W96000025979

*We received your electronically transmitted document. However, the document has not been filed and needs the following corrections:

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) 487-6878.

Terri Buckley
Corporate Specialist

FAX Aud. #: H96000017131
Letter Number: 596A00055347

H960000171313

ARTICLES OF INCORPORATION
OF
SUNIL N. LALLA M.D., PA

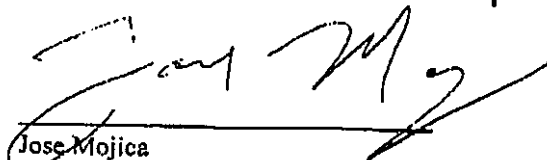
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THE UNDERSIGNED sole incorporator, being a natural person competent to contract and desiring to form a corporation under Title XXXV, Chapter 607 of the revised Florida Statutes, herewith submits the following information:

1. The name of the corporation is SUNIL N. LALLA M.D., PA
2. The duration of the corporation shall be perpetual.
3. The general purpose or purposes for which this corporation is being formed are to include the transaction of any or all lawful business for which corporations may be incorporated under this chapter. And the practice of medicine.
4. The aggregate number of shares which the corporation shall have authority to issue is 1000 shares, all without par value and of one class.
5. The principal address and mailing address of the corporation will be 14171 METROPOLIS AVE., STE 202, FT. MYERS, FL. 33912 and the name of its initial registered agent at such address is SUNIL N. LALLA.
6. The number of directors constituting the initial board of directors is 1 (ONE) and the name and address of each person who is to serve as a member thereof is as follows:
SUNIL N. LALLA, 14171 METROPOLIS AVE., STE 202, FT. MYERS, FL. 33912
7. The name and address of the sole incorporator is: Jose Mojica , c/o XL CORPORATE SERVICES, INC., 62 WHITE STREET, 2ND FLOOR, NEW YORK, NY 10013.

IN WITNESS WHEREOF, the undersigned, as sole incorporator of this corporation has executed these Articles of Incorporation.

Dated: 12/05/96


Jose Mojica
Sole Incorporator

BlumbergExcelsior
62 White St.
New York, NY 10013
212-431-5000

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ACCEPTANCE OF APPOINTMENT

AS

REGISTERED AGENT

I, the undersigned, do hereby accept appointment as Registered Agent of SUNIL N. LALLA M.D., PA, the within named corporation.

Dated: DEC 5 1996

Sunil N. Lalla
SUNIL N. LALLA

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TALLAHASSEE FLORIDA

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BlumbergExcelisor
62 White St.
New York, NY 10013
212-431-5000

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