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FLORIDA DIVISION OF CORPORATIONS
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TO: DIVISION OF CORPORATIONS

FAX #: (904)922-4001

FROM: CORPORATE CREATIONS INTERNATIONAL INC.
CONTACT: JOHNNY C RODRIQUEZ
PHONE: (305)672-0686

ACCT#: 073171003004

FAX #: (305)672-9110

NAME: ABRAHAM MARCADIS, MD, P.A.

AUDIT NUMBER.....H96000017558

DOC TYPE.....FLORIDA PROFIT CORPORATION OR P.A.

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PAGES..... 4

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FLORIDA DEPARTMENT OF STATE

Sandra B. Mortham
Secretary of State

December 18, 1996

CORPORATE CREATIONS INTL INC.

MIAMI, FL

SUBJECT: ABRAHAM MARCADIS, MD, P.A.
REF: W96000026547

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. #: H96000017558
Letter Number: 196A00056348

H96000017558

**Articles of Incorporation
of
Abraham Marcadis, MD, P.A.**

Article I. Name

EFFECTIVE DATE
10/17/96

The name of this Florida corporation is:
Abraham Marcadis, MD, P.A.

The Corporation is being formed for the practice of medicine and all other activities permitted under applicable law.

Article II. Address

The mailing address of the Corporation is:
Abraham Marcadis, MD, P.A.
508 South Habana Avenue, Suite 300
Tampa FL 33609

Article III. Registered Agent

The name and address of the registered agent of the Corporation is:
Abraham Marcadis, MD
508 South Habana Avenue, Suite 300
Tampa FL 33609

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TALLAHASSEE, FLORIDA

Article IV. Board of Directors

The name of each initial member of the Corporation's Board of Directors is:
Abraham Marcadis, MD

The affairs of the Corporation shall be managed by a Board of Directors consisting of no less than one director. The number of directors may be increased or decreased from time to time in accordance with the Bylaws of the Corporation. The election of directors shall be done in accordance with the Bylaws. The directors shall be protected from personal liability to the fullest extent permitted by applicable law.

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The election of directors shall be done in accordance with the Bylaws. The directors shall be protected from personal liability to the fullest extent permitted by law.

The name of each initial member of the Corporation's Board of Directors is:

Abraham Marcadis, MD

Article VI. Incorporator

The name and address of the incorporator is:

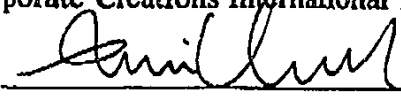
Corporate Creations International Inc.
401 Ocean Drive #312 (Door Code #125)
Miami Beach FL 33139-6629

Article VII. Corporate Existence

The corporate existence of the Corporation shall begin effective December 17, 1996

The authorized representative of the incorporator executed these Articles of Incorporation on December 17, 1996

Corporate Creations International Inc.

By: 

Luis A. Uriarte Vice President

H96000017558

American Incorporators, Ltd.
1220 North Market Street, Suite 606
Wilmington, DE 19801
302-421-5752

12/17/96 14:32 FAX

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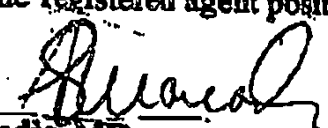
**CERTIFICATE OF DESIGNATION
REGISTERED AGENT AND REGISTERED OFFICE**

CORPORATION:
Abraham Marcadis, MD, P.A.

REGISTERED AGENT:
Abraham Marcadis, MD
508 South Habana Avenue, Suite 300
Tampa FL 33609

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TALLAHASSEE, FLORIDA

I agree to act as registered agent to accept service of process for the corporation named above at the place designated in this Certificate. I agree to comply with the provisions of all statutes relating to the proper and complete performance of the registered agent duties. I am familiar with and accept the obligations of the registered agent position.


Abraham Marcadis, MD

Date: December 17, 1996

American Incorporators, Ltd.
1220 North Market Street, Suite 606
Wilmington, DE 19801
302-421-5762

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