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PRENTICE HALL
LEGAL & FINANCIAL SERVICES

ACCOUNT NO. : 072100000032

REFERENCE : 198388 4303929

AUTHORIZATION :

COST LIMIT : \$ 122.50

Patricia Pignatelli

ORDER DATE : December 23, 1996

ORDER TIME : 8:30 AM

ORDER NO. : 198388-005

000002035860--2

CUSTOMER NO: 4303929

CUSTOMER: Ms. Sheryl C. Vainstein
GREENBERG TRAUIG HOFFMAN
LIPOFF ROSEN & QUENTEL, P. A.
22nd Floor
1221 Brickell Avenue
Miami, FL 33131-3238

DOMESTIC FILING

NAME: D.H. KORNBLUTH, D.M.D., P.A.

EFFECTIVE DATE:

XX ARTICLES OF INCORPORATION
 CERTIFICATE OF LIMITED PARTNERSHIP

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

XX CERTIFIED COPY
XX PLAIN STAMPED COPY
 CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Kathy Drake

EXAMINER'S INITIALS:

FILED
96 DEC 23 PM 1:57
RECEIVED
96 DEC 23 AM 9:51
TALLAHASSEE, FLORIDA
DIVISION OF CORPORATION

Bmc 12/23/96

ARTICLES OF INCORPORATION

OF

D.H. KORNBLUTH, D.M.D., P.A.

FILED

96 DEC 23 PM 1:57

SECRET
TALLAHASSEE, FLORIDA

The undersigned, for purposes of forming a professional corporation under the provisions of §607, the Florida Business Corporation Act (1993) and §621 the Professional Service Corporation Act, (1993), adopts the following Articles of Incorporation.

ARTICLE I

The name of this corporation shall be D.H. KORNBLUTH, D.M.D., P.A. (the "Corporation").

ARTICLE II

The address of the principal office and the mailing address of the office of the Corporation is 7000 West 12th Avenue, Suite 12A, Hialeah, Florida 33014.

ARTICLE III

The general purpose for which the corporation is organized is to engage in every aspect of the practice of medicine. The professional services involved in the corporation's practice of medicine may be rendered only through its officers, agents and employees who are duly authorized and licensed to practice medicine in the State of Florida.

The corporation shall not engage in any business other than the practice of medicine. However, the corporation may invest its funds in real estate, mortgages, stocks, bonds and other types of investments, and may own real and personal property necessary for the rendering of the professional services authorized hereby.

ARTICLE IV

The capital stock authorized shall be 1,000 shares, such shares shall be of a single class, and shall have a par value of \$0.01 per share.

ARTICLE V

The street address of the Corporation's initial registered office is 7000 West 12th Avenue, Suite 12A, City of Hialeah, County of Dade, State of Florida 33014 with the privilege of having its offices and branch offices at other places within or without the State of Florida. The initial registered agent at that address shall be D.H. Kornbluth, D.M.D.

ARTICLE VI

The number of directors constituting the board of directors of the corporation shall be determined in accordance with the Bylaws, but shall not be less than one (1). The name and address of the person who is to serve as the member of the initial board of directors is:

D.H. Kornbluth, D.M.D.
7000 West 12th Avenue, Suite 12A
Hialeah, Florida 33014

ARTICLE VII

The name and address of the Incorporator is D.H. Kornbluth, D.M.D., 7000 West 12th Avenue, Suite 12A, Hialeah, Florida 33014.

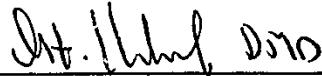
ARTICLE VIII

This Corporation shall only issue its common stock to an individual who is duly licensed or otherwise legally authorized to render the same specific professional services as those for which the Corporation was incorporated. Shareholders of this Corporation shall not enter into a voting trust agreement or any other type agreement vesting another person with the authority to exercise the voting power of any or all of his stock.

ARTICLE IX

The corporation shall indemnify each director, officer and shareholder of the corporation against any and all liability and expenses incurred by him/her in connection with or arising out of any action, suit or proceeding in which he/she may be involved, by reason of his/her being or having been an officer, director or shareholder of the corporation to the full extent not prohibited by law.

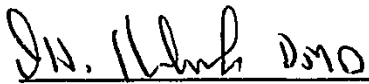
Executed by the undersigned Incorporator on the 19 day of December, 1996.



D.H. Kornbluth, D.M.D.,
Incorporator

ACCEPTANCE OF APPOINTMENT OF REGISTERED AGENT

The undersigned, having been named the Registered Agent of D.H. KORNBLUTH, D.M.D., P.A., hereby accepts such designation and is familiar with, and accepts, the obligations of such position, as provided in Florida Statutes §607.0505.



D.H. Kornbluth, D.M.D.,
Registered Agent

Dated: December 19, 1996