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PRENTICE HALL
LEGAL & FINANCIAL SERVICES

P96000 103253

ACCOUNT NO. : 072100000032

REFERENCE : 200677 132254A

AUTHORIZATION :

COST LIMIT : \$ PREPAID

ORDER DATE : December 24, 1996

ORDER TIME : 10:16 AM

ORDER NO. : 200677-005

CUSTOMER NO: 132254A

CUSTOMER: Sue Thomas, Legal Asst
BRONSTEIN CARLSON GLEIM &
SMITH, P.A.
Suite 1100
150 Second Avenue, North
St. Petersburg, FL 33701

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-12/24/96--01137--014
*****70.00 *****70.00

DOMESTIC FILING

NAME: WESTSIDE PEDIATRICS, INC.

EFFECTIVE DATE: 01-01-97

XX ARTICLES OF INCORPORATION
 CERTIFICATE OF LIMITED PARTNERSHIP

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

 CERTIFIED COPY
XX PLAIN STAMPED COPY
 CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Victoria L. Perez

EXAMINER'S INITIALS:

EFFECTIVE DATE
Jan 1, 1997

FILED
96 DEC 24 AM 11:42
STATE
TALLAHASSEE, FLORIDA

RECEIVED
96 DEC 24 AM 11:11
DIVISION OF CORPORATIONS
Dmc 12/24/96

ARTICLES OF INCORPORATION
OF
WESTSIDE PEDIATRICS, INC.

FILED
96 DEC 24 AM 11:42
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLE I.

EFFECTIVE DATE

NAME

Jan 1, 1997

The name of this corporation is Westside Pediatrics, Inc.

ARTICLE II.

PRINCIPAL OFFICE

The principal office of this corporation and the mailing address of this corporation is 6601 Ninth Avenue North, St. Petersburg, FL 33710.

ARTICLE III.

DURATION: EFFECTIVE DATE

This corporation shall exist perpetually, commencing as of January 1, 1997.

ARTICLE IV.

PURPOSES

This corporation may engage in any activity or business permitted under the laws of the United States of America and of this State.

ARTICLE V.

CAPITAL STOCK

This corporation is authorized to issue Ten Thousand (10,000) shares of One Dollar (\$1.00) par value common stock.

ARTICLE VI.

REGISTERED OFFICE AND REGISTERED AGENT

The name of the initial Registered Agent of this corporation and the street address of the initial Registered Office are Thomas R. White, 6601 Ninth Avenue North, St. Petersburg, FL 33710. The Registered Agent, by his execution of these Articles of Incorporation as incorporator, accepts the appointment as registered agent and agrees to comply with the provisions of all statutes relative thereto, including the obligations of § 607.0501, Florida Statutes.

ARTICLE VII.

INITIAL BOARD OF DIRECTORS

This corporation shall have one (1) director initially. The number of directors may be either increased or decreased from time to time as provided in the Bylaws, but shall never be less than one (1). The name and address of the initial director of this corporation are Thomas R. White, 6601 Ninth Avenue North, St. Petersburg, FL 33710.

ARTICLE VIII.

INCORPORATOR

The name and address of the person signing these Articles of Incorporation are Thomas R. White, 6601 Ninth Avenue North, St. Petersburg, Florida 33701.

ARTICLE IX.

AMENDMENT

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

ARTICLE X.

BYLAWS

The initial Bylaws shall be adopted by the Board of Directors. The power to alter, amend, or repeal the Bylaws or adopt new Bylaws is vested in the Board of Directors, subject to repeal or change by action of the shareholders.

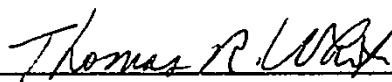
ARTICLE XI.

INFORMAL SHAREHOLDER ACTION

The holders of not less than a majority of the issued and outstanding shares of the voting stock of the corporation may act

by written agreement without a meeting, as provided in Florida Statutes 607.0704 and the Bylaws.

IN WITNESS WHEREOF, the undersigned executes these Articles of Incorporation this 11th day of December, 1996.



Thomas R. White

INCORPORATOR

117899