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KRAMER GREEN ZUCKERMAN K

FAX NO. 3059911605

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TO: DIVISION OF CORPORATIONS
(904) 922-4001

FAX #:

FROM: KRAMER, GREEN, ZUCKERMAN & KAHN, P.A.
073707002173

ACCT#:

CONTACT: SANDY TOMLIN
PHONE: (954) 966-2112
(954) 981-1605

FAX #:

NAME: DADE-MONROE ACUTE CARE SERVICES, INC.

AUDIT NUMBER.....H97000000978

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

CERT. OF STATUS..0

PAGES..... 4

CERT. COPIES.....1

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TALLAHASSEE, FLORIDA

Handwritten signature and date: 1/17/97

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLES OF INCORPORATION
OF
DADE-MONROE ACUTE CARE SERVICES, INC.

I, the undersigned, for the purpose of forming a corporation for profit, pursuant to the laws of the State of Florida, do hereby adopt the following Articles of Incorporation:

ARTICLE I

NAME

The name of this corporation is DADE-MONROE ACUTE CARE SERVICES, INC.

ARTICLE II

BUSINESS ADDRESS

The business address of this corporation is c/o KRU Medical Ventures, LLC, 7061 Cypress Road, Suite 104, Plantation, Florida 33317.

ARTICLE III

DURATION

This corporation shall have perpetual existence commencing on the date of filing of the Articles of Incorporation with the Department of State.

Prepared by:

Mitchell F. Green, Esq.
Fla. Bar No. 358789
KRAMER, GREEN, ZUCKERMAN & KAHN, P.A.
4000 Hollywood Boulevard, Suite 485 South
Hollywood, Florida 33021
Phone: (954)966-2112 - 1 -

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ARTICLE IV

PURPOSE

This corporation is organized for the purpose of transacting any or all lawful business.

ARTICLE V

CAPITAL STOCK

This corporation is authorized to issue one thousand (1,000) shares of One (\$1.00) Dollar par value common stock, which shall be designated "Common Shares."

ARTICLE VI

VOTING RIGHTS

Each share of common stock of this corporation shall entitle the holder of record thereof to one (1) vote upon each proposal presented at lawful meetings of the stockholders.

ARTICLE VII

PREEMPTIVE RIGHTS

There shall be no preemptive rights in any stock herein issued or hereafter issued.

ARTICLE VIII

INITIAL REGISTERED OFFICE AND REGISTERED AGENT

The street address of the initial registered office of this corporation is 4000 Hollywood Boulevard, Suite 485 South, Hollywood, Florida 33021, and the name of the initial registered agent of this corporation at that address is Mitchell F. Green.

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ARTICLE IX

INITIAL BOARD OF DIRECTORS

This corporation shall have one (1) director initially. The number of directors may be either increased or diminished from time to time by the bylaws, but never less than one

(1). The name and address of the initial director of this corporation is:

Mitchell F. Green
4000 Hollywood Boulevard
Suite 485 South
Hollywood, Florida 33021

ARTICLE X

INCORPORATOR

The name and address of the incorporator is:

Mitchell F. Green
4000 Hollywood Boulevard
Suite 485 South
Hollywood, Florida 33021

IN WITNESS WHEREOF, the undersigned has executed these Articles of Incorporation on this 16th day of January, 1997.



MITCHELL F. GREEN
Initial Director/Incorporator

JAN-16-97 THU 16:15

KRAMER GREEN ZUCKERMAN K

FAX NO. 3059811605

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**CERTIFICATE DESIGNATING PLACE OF BUSINESS OR DOMICILE FOR THE
SERVICE OF PROCESS WITHIN FLORIDA, NAMING AGENT UPON WHOM
PROCESS MAY BE SERVED**

In compliance with Sections 48.091 and 607.0501, Florida Statutes, the following is submitted:

FIRST -- That DADE-MONROE ACUTE CARE SERVICES, INC., desiring to organize or qualify under the laws of the State of Florida, with its principal place of business at c/o KRU Medical Ventures, LLC, 7061 Cypress Road, Suite 104, City of Plantation, State of Florida, has named Howard N. Kahn, located at 4000 Hollywood Boulevard, Suite 485 South, City of Hollywood, State of Florida, as its agent to accept service of process within the State of Florida.

SIGNATURE: *Mitchell F. Green*
MITCHELL F. GREEN
TITLE: Incorporator

DATE: 1/16/97

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TALLAHASSEE, FLORIDA
SECRETARY OF STATE

Having been named to accept service of process for the above-stated corporation, at the place designated in this Certificate, I hereby agree to act in this capacity, and I further agree to comply with the provisions of all statutes relative to the proper and complete performance of my duties.

SIGNATURE: *Mitchell F. Green*
MITCHELL F. GREEN
Registered Agent

DATE: 1/16/97

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