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ACCOUNT NO. : 072100000032

REFERENCE : 227447 4323852

AUTHORIZATION :

COST LIMIT : \$ PREPIAD

ORDER DATE : January 20, 1997

ORDER TIME : 10:02 AM

ORDER NO. : 227447-005

CUSTOMER NO: 4323852

200002062962-0
-01/21/97-01013-016
*****70.00 *****70.00

CUSTOMER: Mary Fendle, Legal Assistant
DEAN MEAD EGERTON BLOODWORTH
CAPOUANO & BOZARTH, P.A.
Suite 1500
800 North Magnolia Avenue
Orlando, FL 32803

FILED
97 JAN 21 AM 11: 07
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

DOMESTIC FILING

NAME: SOUTHERN ORTHOPAEDIC NETWORK,
INC.

EFFECTIVE DATE:

XX ARTICLES OF INCORPORATION
 CERTIFICATE OF LIMITED PARTNERSHIP

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

XX CERTIFIED COPY
 PLAIN STAMPED COPY
 CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Lori R. Dunlap

EXAMINER'S INITIALS:

RECEIVED
97 JAN 21 PM 9:51
DIVISION OF CORPORATION

KR
1-22-97

Nov. 08-96 09:59A

NOV-5-96 TUE 4:38 PM

OCT-30-96 WED 11:44

GENITA CLINIC

Fink and SHEET

FAX NO. 90 83561

FAX NO. 2383804

P. 02

P. 1

P. 02

100 Main Street
Tallahassee, FL 32304
904-720-9777
904-220-0322 FAX

800-342-8086

11-5-96

Attn: Chem Sales

736-4218



October 28, 1996

Penny Every, Legal Asst
Fink & Sheet

148 East International
Speedway Blvd.
Daytona Beach, FL 32118

Dear Ms Every:

Please refer to the following information regarding
your above reservation:

NAME RESERVATION FILING CONFIRMATION

NAME RESERVED	:	SOUTHERN ORTHOPAEDIC NETWORK, INC.
STATE OF RESERVATION	:	Florida
DATE OF RESERVATION	:	10-28-96
LENGTH OF RESERVATION	:	120 Days
RESERVATION NUMBER (if applicable)	:	R80000005174

Please contact our office if you have any questions.

Very truly yours,

CORPORATION SERVICE COMPANY

GNC/dwl

ARTICLES OF INCORPORATION
OF
SOUTHERN ORTHOPAEDIC NETWORK, INC.

FILED
97 JAN 21 AM 11:07
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The undersigned, acting as incorporator of this Corporation pursuant to Chapter 607 of the Florida Statutes, hereby forms a corporation for profit under the laws of the State of Florida and adopts the following Articles of Incorporation for such Corporation:

ARTICLE I - NAME OF CORPORATION

The name of this Corporation shall be Southern Orthopaedic Network, Inc.

ARTICLE II - PRINCIPAL OFFICE AND MAILING ADDRESS

The principal office of this Corporation shall be located at 1075 Mason Avenue, Daytona Beach, Florida, 32117-4611, which shall also be the mailing address of the Corporation.

ARTICLE III - CAPITAL STOCK

The maximum number of shares of stock that this Corporation is authorized to issue and have outstanding at any one time is one thousand (1,000) shares having a par value of \$1.00 per share shall be shares of voting common stock.

ARTICLE IV - INITIAL REGISTERED OFFICE
AND REGISTERED AGENT

The initial street address of the registered office of this Corporation in the State of Florida shall be 800 North Magnolia Avenue, Suite 1500, Orlando, Florida 32803. The Board of

Directors may from time to time move the registered office to any other address in Florida. The name of the initial registered agent of this Corporation at that address is Alan H. Daniels. The Board of Directors may from time to time designate a new registered agent.

ARTICLE V - INCORPORATOR

The name and address of the incorporator of this Corporation is:

<u>Name</u>	<u>Address</u>
Alan H. Daniels	800 North Magnolia Avenue Suite 1500 Orlando, Florida 32803

ARTICLE VI - INITIAL BOARD OF DIRECTORS

A. The initial number of directors of this Corporation shall be five (5).

B. The number of directors may be increased or decreased from time to time in accordance with the Bylaws of this Corporation, but shall never be less than one (1).

C. The Board of Directors of the corporation shall be elected in the manner provided in the Bylaws.

ARTICLE VII - PURPOSE

This Corporation is being formed to develop and operate an organization which contracts with physicians and third party payors, supports the provision of managed health care services and conducts any other business authorized and not prohibited by Chapter 607 of the Florida Statutes, as may from time to time be amended.

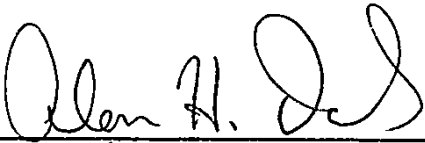
ARTICLE VIII - DATE OF EXISTENCE

This Corporation shall exist perpetually, commencing on the date of filing of these Articles of Incorporation.

ARTICLE IX - INDEMNIFICATION

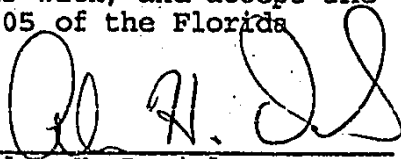
This Corporation shall indemnify any officer or director, or any former officer or director, to the full extent permitted by law.

IN WITNESS WHEREOF, the undersigned incorporator has made and subscribed these Articles of Incorporation at Orlando, Florida this 15th day of January, 1997.



Alan H. Daniels

Having been named as registered agent for the above mentioned Corporation, at the place designated in the foregoing Articles of Incorporation, I hereby accept such designation and agree to act in such capacity, and I further agree to comply with the provisions of all statutes relative to the proper and complete performance of my duties as registered agent. I am familiar with, and accept the duties and obligations of, Section 607.0505 of the Florida Statutes.

Signature: 

Alan H. Daniels

Date: January 15, 1997

97 JAN 21 AM 11:07
SECRETARY STATE
TALLAHASSEE, FLORIDA

FILED