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NAME: AVEO, INC. AUDIT NUMBER.....H97000002524 DOC TYPE.....FLORIDA
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Prepared by
and return to:
Karl A. Burgunder,
Attorney at Law
Karl A. Burgunder, P.A.
1757 W. Broadway, Suite 4
Oviedo, FL 32765
(407) 366-3555
Fla. Bar No. 980935

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TALLAHASSEE, FLORIDA

**ARTICLES OF INCORPORATION
of
AVEO, Inc.**

The undersigned, as sole incorporator, for the purposes of forming a corporation under the Florida Business Corporation Act, hereby adopts the following Articles of Incorporation:

ARTICLE I - NAME

The name of this corporation is AVEO, Inc.

**ARTICLE II - COMMENCEMENT OF EXISTENCE AND
DURATION**

The date of commencement of the existence of the corporation shall be upon the filing of these Articles and the corporation shall exist perpetually.

ARTICLE III - PRINCIPAL OFFICE

The principal place of business and mailing address of this corporation is: 14807 Bonnybridge Dr., Orlando, FL 32826. The corporation may, from time to time, change the principal office of the corporation or may designate such other offices and places of business as it deems necessary to carry out its purposes.

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ARTICLE IV - PURPOSE

This corporation is organized for the purpose of leasing and managing real property, managing medical practices, providing billing and factoring services, and for any and all other lawful purposes.

ARTICLE V - CAPITAL STOCK

This corporation shall have one class of shares, designated as "common shares". The number of shares of stock that this corporation is authorized have outstanding at any one time is: one hundred and no/100 shares. The shares shall have no designated par value. Shares of this corporation shall be represented by share certificates duly issued according to Florida law. Each common share shall be entitled to one vote, and shall be issued as the Board of Directors of the corporation shall determine.

ARTICLE VI - PRE-EMPTIVE RIGHTS

Every shareholder, upon the sale for cash of any new stock of this corporation, shall have the right to purchase his or her pro rata share thereof (as nearly as may be done without issuance of fractional shares) at the price at which it is offered to others.

ARTICLE VII - INITIAL REGISTERED OFFICE AND AGENT

The name and address of the initial registered agent is Karl A. Burgunder, P.A., whose address is 1757 W. Broadway, Suite 4, Oviedo, FL 32765.

ARTICLE VIII - INITIAL DIRECTORS

The management of the corporation shall be carried out by a Board of Directors. The number of Directors of the corporation shall be as set forth in the bylaws of the corporation, but shall in no event be fewer than

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two. The corporation shall have two initial Directors, whose names and addresses are set forth below. The initial Directors shall serve until such time as their successors are duly elected and qualify.

1. Asuncion V. Ciccon, M.D., 14807 Bonnybridge Dr., Orlando, FL 32866
2. Edwin C. Ouano, 14807 Bonnybridge Dr., Orlando, FL 32866.

ARTICLE IX - INCORPORATOR

The name and address of the incorporator signing these articles is: Karl A. Burgunder, P.A., Attorney at Law, 1757 W. Broadway, Suite 4, Oviedo, FL 32765.

ARTICLE X - BYLAWS

The power to adopt, alter, amend, or repeal Bylaws shall be vested in the holders of the common shares of the corporation's capital stock..

ARTICLE XI - INDEMNIFICATION

The corporation shall indemnify any officer, director or incorporator, or any former officer, director or incorporator, to the fullest extent permitted by law.

ARTICLE XII - AMENDMENT

This corporation reserves the right to amend or appeal any provision contained in these articles of incorporation, or any amendment hereto, and any right conferred upon the shareholders is subject to this reservation.

IN WITNESS WHEREOF, the undersigned incorporator has executed these articles of incorporation this 11th day of February, 1997 at Oviedo, Florida.

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P. 12

Karl A. Burgunder, P.A.,
Incorporator

By:


Karl A. Burgunder, its President
Fla. Bar No. 980935
1757 W. Broadway, Suite 4
Oviedo, FL 32765
(407) 366-3555

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DESIGNATION AND ACCEPTANCE OF REGISTERED AGENT

Pursuant to the provisions of F.S. 607.0501, the undersigned corporation organized under the laws of the State of Florida, submits the following statement in designating the registered office and registered agent in the State of Florida:


1. The name of the corporation is AVEO, Inc.
2. The name of the registered agent is Karl A. Burgunder, P.A., Attorney at Law
3. The address of the registered office is 1757 West Broadway, Suite 4, Oviedo, Florida 32765.

Having been named as registered agent and designated to accept service of process for the above corporation at the above named registered office, the undersigned hereby accepts appointment as registered agent and agrees to act in this capacity. The undersigned further agrees to comply with the provision of all statutes relating to the proper and complete performance of my duties, and states that the undersigned is familiar with and accepts the obligations of registered agent.

Dated this 11th day of February, 1997

Karl A. Burgunder, P.A.
Attorney at Law

BY:


Karl A. Burgunder, its President
Fla. Bar No. 980935
1757 W. Broadway, Suite 4
Oviedo, FL 32765
(407) 366-3555

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