

P97000014750



THE UNITED STATES
CORPORATION
COMPANY

ACCOUNT NO. : 072100000032

REFERENCE : 260246 4330594

AUTHORIZATION :

COST LIMIT : \$ 122.50

Patricia Pizzuto

ORDER DATE : February 13, 1997

ORDER TIME : 4:18 PM

ORDER NO. : 260246-005

900002087609--1

CUSTOMER NO: 4330594

CUSTOMER: Justin Wilson, Legal Assistant
ADORNO & ZEDER, P.A.

Suite 1600
2601 South Bayshore Drive
Miami, FL 33133

DOMESTIC FILING

NAME: PRI-MED GROUP, P.A.

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: Carina L. Dunlap

EXAMINER'S INITIALS:

FILED
97 FEB 14 PM 2:55
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

RECEIVED
96 FEB 14 AM 8:52
DEPT. OF REVENUE
DIVISION OF CORPORATIONS
TALLAHASSEE, FLORIDA

KR
2.14.97

ARTICLES OF INCORPORATION

OF

Pri-Med Group, P.A.

FILED
97 FEB 14 PM 2:55
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The undersigned, acting as Incorporator, signs the following Articles of Incorporation for the purpose of forming a professional service corporation under the laws of the State of Florida.

ARTICLE I

The name of the corporation shall be:

Pri-Med Group, P.A. (the "Corporation")

ARTICLE II

The existence of the Corporation shall commence upon the filing of these Articles of Incorporation by the Department of State and shall be perpetual.

ARTICLE III

The general purposes for which the Corporation is initially organized are:

To render the following specific professional service (as defined in Section 621.03 of the Professional Service Corporation and Limited Liability Company Act) and none other, to wit: the personal services rendered by physicians and surgeons

as provided by Chapter 458 of the Florida Statutes or any successor statute providing therefor.

And in connection therewith and in furtherance thereof, to possess and exercise all the powers and privileges granted by the Florida Business Corporation Act or by any other law of Florida or by these Articles of Incorporation together with any powers incidental thereto, so far as such powers and privileges are consistent with, and not prohibited by, the Professional Service Corporation and Limited Liability Company Act.

ARTICLE IV

The maximum number of shares which the Corporation shall have authority to issue shall be 1,000 shares of Common Stock, having a par value of \$0.01 per share.

ARTICLE V

The initial registered agent and street address of the initial registered office of the Corporation shall be:

A Z Registered Agent Corporation
2601 S. Bayshore Drive
Suite 1600
Miami, Florida 33133

ARTICLE VI

The name and address of the Incorporator of the Corporation is:

A Z Registered Agent Corporation
2601 S. Bayshore Drive
Suite 1600
Miami, Florida 33133

ARTICLE VII

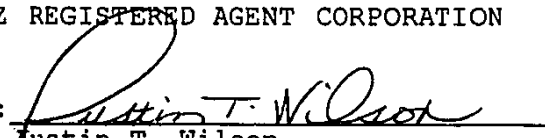
The mailing address of the Corporation is:

601 Flamingo Road
Suite 304
Pembroke Pines, Florida 33028

Executed at Miami, Florida this 11th day of February,
1997.

A Z REGISTERED AGENT CORPORATION

By:


Justin T. Wilson,
Secretary and Treasurer

ACCEPTANCE BY REGISTERED AGENT

Having been appointed the Registered Agent of Pri-Med Group, P.A., the undersigned accepts such appointment, and agrees to act in such capacity.

Dated this 11th day of February, 1997.

A Z REGISTERED AGENT CORPORATION

By: Justin T. Wilson

Justin T. Wilson,
Secretary and Treasurer

FILED
97 FEB 14 PM 2:55
SECRETARY OF STATE
TALLAHASSEE, FLORIDA