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February 26, 1997

Secretary of State of Florida  
Division of Corporations  
Post Office Box 6327  
Tallahassee, Florida 32314

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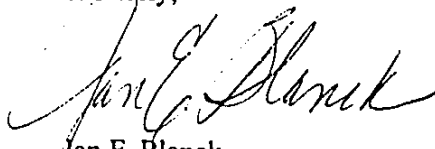
Re: BONITA MEDICAL ASSOCIATES, INC.

Ladies and Gentlemen:

Enclosed for filing with your offices are articles of incorporation, in duplicate, prepared on behalf of Bonita Medical Associates, Inc., a proposed Florida corporation. Also enclosed is our check in the amount of \$122.50 in payment of filing fees (\$35.00), registered agent filing fee (\$35.00) and a certified copy (\$52.50). Please forward the certified copy of the articles to me.

Thank you for your attention to this matter.

Sincerely,



Jan E. Blanck,  
Lawyer's Assistant to Robert C. White, Jr.

FILED  
97 FEB 27 PM 3:53  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

cc: Robert C. White, Jr.

Dmc  
3-4-97

MI-38236.01

ARTICLES OF INCORPORATION  
OF

BONITA MEDICAL ASSOCIATES, INC.

FILED

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SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

The undersigned, acting as incorporator of Bonita Medical Associates, Inc., under the Florida Business Corporation Act, adopts the following Articles of Incorporation:

ARTICLE I

NAME

The name of the corporation (the "Corporation") is Bonita Medical Associates, Inc.

ARTICLE II

ADDRESS

The street address of this Corporation shall be 11479 SW 40<sup>th</sup> Street, Miami, Florida 33165.

ARTICLE III

DURATION

The duration of the Corporation shall be perpetual.

ARTICLE IV

PURPOSE

The purpose of the Corporation shall be to engage in any activities or business permitted under the laws of the United States and the State of Florida.

ARTICLE V

CAPITAL STOCK

The maximum number of shares of stock which this Corporation is authorized to issue is 10,000 shares of common stock having a par value of \$.01 per share.

**ARTICLE VI**

**REGISTERED OFFICE AND AGENT**

The street address of the Corporation's registered office shall be 201 South Biscayne Boulevard, 20th Floor, Miami, Florida 33131 and the registered agent for the Corporation at that address shall be Robert C. White, Jr.

**ARTICLE VII**

**INCORPORATOR**

The name and street address of the incorporator to these Articles of Incorporation are:

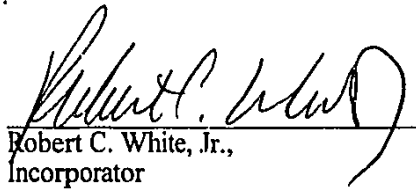
**Name**

**Address**

Robert C. White, Jr.

c/o Kirkpatrick & Lockhart LLP  
201 South Biscayne Boulevard  
20th Floor  
Miami, FL 33131

**IN WITNESS WHEREOF**, the undersigned incorporator has executed these Articles of Incorporation this 26th day of February, 1997.

  
Robert C. White, Jr.,  
Incorporator

**CERTIFICATE OF REGISTERED AGENT**

**OF**

**BONITA MEDICAL ASSOCIATES, INC.**

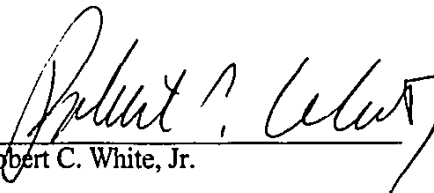
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**SECRETARY OF STATE  
TALLAHASSEE, FLORIDA**

Having been named to accept service of process for Bonita Medical Associates, Inc., at the place designated in the foregoing Articles of Incorporation, Robert C. White, Jr. agrees to act in this capacity and is familiar with and accepts the obligations provided in Section 607.0505 of the Florida Business Corporation Act.

**DATE:** February 26, 1997

  
Robert C. White, Jr.