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ACCOUNT NO. : 072100000032

REFERENCE : 313362 80391A

AUTHORIZATION : .

COST LIMIT : \$ PPD

ORDER DATE : March 31, 1997

ORDER TIME : 3:01 PM

ORDER NO. : 313362-005

CUSTOMER NO: 80391A

CUSTOMER: Simon D. Rothstein, Esq
SIMON D. ROTHSTEIN, ESQ

Suite 104, Broward Building
4417 Beach Boulevard
Jacksonville, FL 32207

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04/01/97--01002--008
****122.50 ****122.50

DOMESTIC FILING

NAME: FIRST COAST UROLOGY, 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: Paula K. Kendrick

EXAMINER'S INITIALS:

FILED
97 MAR 31 AM 8:24
SEAL
TALLAHASSEE, FLORIDA

RECEIVED
97 MAR 31 PM 4:10
DIVISION OF CORPORATION

1 EN App - 1 1997

EFFECTIVE DATE
4/1/97

ARTICLES OF INCORPORATION
OF
FIRST COAST UROLOGY, P.A.

FILED
97 MAR 31 AM 8:24
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

I, the undersigned, in order to form a corporation for the purpose hereinafter stated, do hereby certify as follows:

ARTICLE I.

The name of this corporation shall be and is hereby declared to be FIRST COAST UROLOGY, P.A..

ARTICLE II.

The general nature of the business to be transacted by this corporation, together with and in addition to those powers conferred by the laws of Florida, is the following:

The provision of medical services.

In furtherance, and not in limitation, of the general powers conferred by the Laws of the State of Florida and the objects and purposes herein set forth, it is expressly provided that this corporation shall also have the following powers, to-wit:

To take, own, hold, deal in, mortgage or otherwise give liens against, and to lease, sell, exchange, transfer, or in any manner whatsoever buy or dispose of real property within or without the State of Florida, wherever situated necessary for the rendering of the aforesaid professional services.

To enter into, make, perform contracts of every kind for any lawful purpose with any person, firm, association or corporation, municipality, body politic, county, territory, state, government or colony or dependency thereof.

Without limit as to amount to draw, make, accept, endorse, discount, execute and issue promissory notes, drafts, bills of exchange, warrants, bonds, debentures and other negotiable or transferable instruments and evidences of indebtedness whether secured by mortgage or otherwise, so far as may be permitted by the Laws of the State of Florida.

To have one or more offices, conduct its business and promote its objects within the State of Florida, without restriction as to place or amount, but subject to the laws of such state.

In general to carry on any other business in connection therewith not forbidden by the Laws of the State of Florida, and with all powers conferred upon corporations by the Laws of the State of Florida.

ARTICLE III

The amount of the total authorized capital stock which may be issued by the corporation is 100 shares of common stock of \$10.00 par value per share.

All or any part of said capital stock may be payable either in cash, property, labor or services at a just valuation to be fixed by the Board of Directors, and the judgment of such directors as to the value of such property, labor or services, shall, in the absence of fraud, be conclusive upon the stockholders and the parties dealing with the corporation. The capital stock may be issued and paid for at such time or times and upon such terms and conditions as the Board of Directors may determine and the amount of the capital stock increased or decreased in the manner provided by law.

ARTICLE IV.

The amount of capital with which this corporation shall begin business is \$500.00.

ARTICLE V.

The existence of this corporation shall be perpetual and shall commence April 1, 1997.

ARTICLE VI.

The name of the registered agent and the registered office of this corporation in the State of Florida are respectively are Douglas A. Swartz. M.D., Suite 6015, Medical Center Plaza Two, 580 W. 8th Street, Jacksonville, FL 32209.

ARTICLE VII.

The number of directors of this corporation shall be not less than one.

ARTICLE VIII.

The names and post office addresses of the Board of Directors and Officers who, subject to the provisions of these Articles of Incorporation and the By-Laws to be adopted shall hold office until their successors are elected and qualified are:

<u>NAME</u>	<u>POSITION</u>	<u>ADDRESS</u>
Douglas A. Swartz, M.D.	President/Secretary/Treasurer and Director	Suite 6015 Medical Center Plaza 580 W. 8th Street Jacksonville, FL 32209

ARTICLE IX.

The names and post office addresses of each subscriber to these Articles of Incorporation, and the number of shares of stock of this corporation which each agrees to take are as follows:

<u>NAME</u>	<u>NO. OF SHARES</u>	<u>ADDRESS</u>
Simon D. Rothstein	1	Suite 104, 4417 Beach Blvd. Jacksonville, FL 32207

The proceeds of which will amount to at least \$500.00.

ARTICLE X.

The post office address of the principal office of the corporation in Florida shall be Suite 6015, Medical Center Plaza Two, 580 W. 8th Street, Jacksonville, FL 32209.

ARTICLE XI

Only persons licensed to practice medicine in the State of Florida shall be permitted to own stock herein.

I, the undersigned, being the sole original subscriber to the capital stock of this corporation for the purpose of forming a corporation, in pursuance of the laws of the State of Florida, do make and file these Articles of Incorporation, hereby declaring and certifying that the facts herein stated are true and do agree to take the number of shares of stock hereinbefore set forth, and

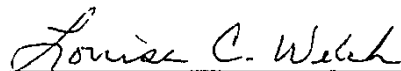
accordingly hereunto have set my hand and seal this 28th day of
March, 1997.

 (SEAL)
SIMON D. ROTHSTEIN

STATE OF FLORIDA

COUNTY OF DUVAL

The foregoing instrument was acknowledged before me this 28
day of March, 1997, by SIMON D. ROTHSTEIN, who is personally
known to me or who has produced a valid Florida Driver's License
as identification.


NOTARY PUBLIC - STATE OF FLORIDA

LOUISE C. WELCH
Notary Public, State of Florida
My comm. exp. May 9, 1998
Comm No. CC 362702

(M-9\Fir-Coa.ART)


CERTIFICATE DESIGNATING PLACE OF BUSINESS OR DOMICILE FOR
SERVICE OF PROCESS WITHIN THIS STATE, NAMING AGENT
UPON WHOM PROCESS MAY BE SERVED

Pursuant to Chapter 48.091, Florida Statutes, the following
is submitted in compliance with said Act:

That FIRST COAST UROLOGY, P.A.,
desiring to organize under the laws of the State of Florida, with
its principal office as indicated in the Articles of Incorporation
at Jacksonville, Duval County, Florida, has named Douglas A. Swartz,
M.D., whose address is Suite 6015, Medical Center Plaza Two,
580 W. 8th Street,
Jacksonville, FL, as its agent to accept service of process within
32209
this state.

ACKNOWLEDGMENT:

Having been named as registered agent and resident agent to
accept service of process for the above stated corporation at the
place designated in this certificate, I hereby accept to act in
this capacity and agree to comply with the provision of said Act,
relative to keeping said office open.



Registered and Resident Agent
Douglas A. Swartz, M.D.

FILED
97 APR 31 AM 8:26
TALLAHASSEE, FLORIDA