CAPITAL CONNECTION, INC.

417 E. Virginia St., Suite 1, Tallahassee, FL 32301, (904)224-8870 Mailing Address: Post Office Box 10349, Tallahassee, FL 32302 TOLL FREE No. 1-800-342-8062 FAX (904) 222-1222

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Please remit invoice number with payment TERMS: NET 1D DAYS FROM INVOICE DATE 1 1/2% per month on Past Due Amounts Past 30 Onys, 18% per Annum

THANK YOU from Your Capital Connection

ARTICLES OF INCORPORATION

OF

AYUB, SOKOL, MATZKOWITZ AND SENNABAUM, M.D. 'S, P.A.

The undersigned, hereby acting as incorporator for the purpose of forming a Professional Corporation for profit, by virtue of the provisions of Chapters 621 and 607, Florida Statutes, does hereby adopt the following Articles of Incorporation:

ARTICLE I

NAME

The name of this corporation is AYUB, SOKOL, MATZKOWITZ AND SENNABAUM, M.D.'S, P.A.

ARTICLE II

PRINCIPAL OFFICE

The principal office of this corporation is located at: 7651 Medical Drive, Hudson, FL 34667.

ARTICLE III

DURATION

This corporation shall have perpetual existence.

ARTICLE IV

PURPOSE

This corporation is organized for the following purposes:

- 1. To engage in every aspect of the practice of medicine and all its fields of specialization.
 - 2. To engage and render the professional service involved

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only through its officers, agents and employees who are in good standing and duly licensed or otherwise legally authorized within the State of Florida to render the professional service as this corporation.

ARTICLE V

CAPITAL STOCK

This corporation is authorized to issue four thousand (4,000) shares of voting common stock. Shares of the corporation's stock and certificates therefor shall be issued only to persons in good standing and duly licensed or otherwise legally authorized within the State of Florida to render the same professional service as this corporation.

ARTICLE VI

INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial Registered Office of this association is 100 South Ashley Drive, Suite 890, Tampa, Florida 33602. The name of the initial Registered Agent of this corporation at that address is Sheldon P. Davis, Esq.

ARTICLE VII

INITIAL BOARD OF DIRECTORS

This association shall have one (1) director initially. The number of directors may be either increased or decreased from time to time as provided in the Bylaws, but shall never be less than one (1).

ARTICLE VIII

INCORPORATOR

The name and address of the person signing these Articles of

Incorporation is Sheldon P. Davis, 100 South Ashley Drive, Suite 890, Tampa, Florida 33602.

IN WITNESS WHEREOF, the undersigned executes these Articles of Incorporation this ______ day of April, 1997.

Jeldu Chin

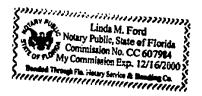
STATE OF FLORIDA COUNTY OF HILLSBOROUGH

BEFORE ME, the undersigned authority, on this day of April, 1997, personally appeared SHELDON P. DAVIS, to me well known to be the person described in and who signed the foregoing Articles of Incorporation and acknowledged to me that he executed the same freely and voluntarily, for the uses and purposes therein expressed.

WITNESS my hand and official seal the date aforesaid.

gindam. Food Notary Public, State of Florida

My Commission Expires:



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

In pursuance of Chapter 48.091, Florida Statutes, the following is submitted, in compliance with said Act:

That AYUB, SOKOL, MATZKOWITZ AND SENNABAUM, M.D.'S, 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 City of Hudson, County of Pasco, State of Florida, has named Sheldon P. Davis, Esq., 100 South Ashley Drive, Suite 890, City of Tampa, County of Hillsborough, State of Florida 33602, as its agent to accept service of process within this State.

ACKNOWLEDGMENT:

Having been named to accept service of process for the above stated corporation, at 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 open said office.

Registered Agent)

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