

997000035541

04/21/97

08:10

PRINTER, ENTER FILE NO. 801

801

4/21/97

FLORIDA DIVISION OF CORPORATIONS

9:47 AM

PUBLIC ACCESS SYSTEM

ELECTRONIC FILING COVER SHEET

((H97000006403 4)))

TO: DIVISION OF CORPORATIONS

FAX #: (904)922-4001

FROM: AKERMAN, SEMTERPITT & WIDSON, P.A. (WFS)

ACCT#: 104075003305

CONTACT: DEAN F. SMITH

PHONE: (561)559-5990

FAX #: (904)689-6323

NAME: SIDARUSA, INC.

AUDIT NUMBER.....H97000006403

DOC TYPE.....FLORIDA PROFIT CORPORATION OR P.A.

CERT. OF STATUS..0 PAGES..... 3

CERT. COPIES.....1 DEL.METHOD.. FAX

EST.CHARGE.. \$122.50

NOTE: PLEASE PRINT THIS PAGE AND USE IT AS A COVER SHEET. TYPE THE FAX

AUDIT NUMBER ON THE TOP AND BOTTOM OF ALL PAGES OF THE DOCUMENT

** ENTER 'M' FOR MENU. **

ENTER SELECTION AND <CR>:

Alt-X FOR HELP* ANSI * FDX * 9600 BPS * LOG CLOSED * PRINT OFF * ON-LINE

*Fax 4 Pgs.
To 904-922-4001*

APR 21

BS

STATE OF FLORIDA
TALLAHASSEE

97 APR 21 PM 3:11

FILED

H97000006403 4

ARTICLES OF INCORPORATION
OF
SIRARBA INC.

FILED
97 APR 21 PM 3:11
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The undersigned incorporator hereby adopts these Articles of Incorporation for the purpose of forming a corporation (the "Corporation") under the Florida Business Corporation Act (the "Act").

I.
Name

The name of the Corporation shall be Sirarba Inc.

II.
Term of Existence

The Corporation shall begin its existence on the date of the filing of these Articles of Incorporation with the Florida Department of State, and it shall have perpetual existence thereafter.

III.
Principal Office

The street address of the initial principal office of the Corporation is:

107B JFK Circle
Atlantis, Florida 33462

IV.
Capital Stock

The Corporation is authorized to issue 1,000 shares of common stock having a par value of one cent (\$ 0.01) per share.

Philip M. Sprinkle II
Florida Bar No. 724890
Akerman, Senterfitt & Eidson, P.A.
777 South Flagler Drive, Suite 900 East Tower
West Palm Beach, Florida 33401
Phone (561) 659-5990

H97000006403 4

H97000006403 4

V.**Initial Registered Office and Agent**

The street address of the initial registered office of the Corporation is: 777 South Flagler Drive, Suite 900, West Palm Beach, Florida 33401. The name of its initial registered agent at such address is Philip M. Sprinkle II.

VI.**Directors**

The Corporation shall have three directors initially. The number of directors may be increased or decreased from time to time by the bylaws of the Corporation, provided that the Corporation shall always have at least one director. The names and addresses of the initial directors of the Corporation, who shall serve until their successors are duly elected and qualified, are:

<u>Name</u>	<u>Address</u>
Luis Sirotzky, M.D.	107B JFK Circle Atlantis, Florida 33462
Jose F. Arrascue, M.D.	107B JFK Circle Atlantis, Florida 33462
Joshua Ballin, M.D.	107B JFK Circle Atlantis, Florida 33462

VII.**Incorporator**

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

<u>Name</u>	<u>Address</u>
Phillip M. Sprinkle II	777 South Flagler Drive, Suite 900 West Palm Beach, Florida 33401

VIII.**Bylaws**

The power to adopt, alter, amend or repeal bylaws shall be vested in the Corporation's Board of Directors.

H97000006403 4

IX.
Indemnification

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

X.
Amendment

These Articles of Incorporation may be amended in the manner provided by law.

IN WITNESS WHEREOF, the undersigned incorporator has executed these Articles of Incorporation on April 19, 1997.


Philip M. Sprinkle II
Incorporator

ACCEPTANCE BY REGISTERED AGENT

Having been named Registered Agent and designated to accept service of process for the above-stated corporation, at the place designated herein, I hereby agree to act in this capacity, and I further agree to comply with the provisions of all statutes relative to the proper and complete performance of my duties.

Dated: April 19, 1997


Philip M. Sprinkle II
Registered Agent

FILED
97 APR 21 PM 3:11
SECRETARY OF STATE
TALLAHASSEE, FLORIDA