

*Crabtree, Bartlett & Heekin*

ATTORNEYS AND COUNSELORS AT LAW  
(A FORMER MEMBERSHIP OF PROFESSIONAL ASSOCIATIONS)

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(1924-1995)

REPLY TO:

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Jacksonville, FL 32201

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MAILING ADDRESS

POST OFFICE BOX 477  
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8375 DIX ELLIS TRAIL, SUITE 401  
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(904) 464-0665  
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April 25, 1997

50 NORTH A1A, SUITE 103  
PONTE VEDRA BEACH, FLORIDA 32082  
(904) 285-5299  
TELECOPIER (904) 285-1640

**VIA - FEDERAL EXPRESS**

Attorney's Title Insurance Fund, Inc.  
660 East Jefferson Street, Suite 200  
Tallahassee, FL 32301  
Attention: Ms. Barbara Keys

100002156481--9  
-04/28/97--01064--023  
\*\*\*\*\*70.00 \*\*\*\*\*70.00

Dear Ms. Keys:

Enclosed please find an original and one copy of the Articles of Incorporation of R. Michael Carlson, M.D., P.A. and a check payable to the Secretary of State in the amount of \$70.00 representing our filing fee.

I am also enclosing our firm's check in the amount of \$100.00 to cover the cost of Attorneys' Title Insurance Fund, Inc. filing the Articles of Incorporation specifically on the date of receipt (April 28, 1997).

Please call me at (904) 464-0009 if any additional information is required.

Very truly yours,

*Allison C. Buch*

Allison C. Buch  
Assistant to T. Geoffrey Heekin

/acb  
Enclosures:

\\Heekin\p\DOCS\DOCCO\ACB\FORMS\INCORP\ATTORNEY.LTR

EFFECTIVE DATE  
4-25-97  
APR 28 1997  
CLERK OF STATE  
TALLAHASSEE, FLORIDA

ARTICLES OF INCORPORATION  
OF  
R. MICHAEL CARLSON, M.D., P.A.

FILED  
97 APR 28 PM 3:25  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

ARTICLE I - NAME

The name of this Corporation is R. Michael Carlson, M.D., P.A., and the principal business address of the Corporation is 12840 Mandarin Road, Jacksonville, FL 32233.

ARTICLE II - COMMENCEMENT AND DURATION

EFFECTIVE DATE  
4-25-97

Pursuant to Section 607.0203, Florida Statutes, this Corporation shall commence upon the date of execution of these Articles of Incorporation. This Corporation shall have perpetual existence.

ARTICLE III - PURPOSE

This Corporation is organized for the purpose of transacting any and all lawful business. The nature of the business is anesthesiology services.

#### ARTICLE IV - CAPITAL

This Corporation is authorized to issue 1,000 shares of Common Stock, all of which shall have a par value of \$1.00 per share.

#### ARTICLE V - INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial registered office of this Corporation is 8375 Dix Ellis Trail, Suite 405, Jacksonville, Florida, 32256, and the name of its initial registered agent at such address is T. Geoffrey Heekin.

#### ARTICLE VI - INITIAL BOARD OF DIRECTORS

The number of Directors constituting the initial Board of Directors of this Corporation shall be one (1), and the names and address of the person who is to serve as the member thereof is:

<u>Name</u>	<u>Address</u>
R. Michael Carlson	12840 Mandarin Road Jacksonville, FL 32233

#### ARTICLE VII - INCORPORATOR

The name and address of the incorporator is:

<u>Name</u>	<u>Address</u>
T. Geoffrey Heekin	P.O. Box 477 Jacksonville, FL 32201

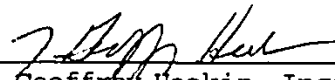
IN WITNESS WHEREOF, the undersigned incorporator has executed these Articles of Incorporation this 25<sup>th</sup> day of April, 1977.

  
\_\_\_\_\_  
T. Geoffrey Heekin

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

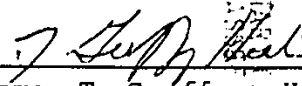
In compliance with Section 48.091, Florida Statutes, the following is submitted:

First, that R. Michael Carlson, M.D., P.A., desiring to organize or qualify under the laws of the State of Florida, with its principal place of business at the City of Jacksonville, State of Florida, has named T. Geoffrey Heekin, 8375 Dix Ellis Trail, Suite 405, Jacksonville, FL 32256, as its agent to accept service of process within Florida.

  
T. Geoffrey Heekin, Incorporator

Date: April 25, 1997

Having been named to accept service of process for the above-stated corporation, at the place designated in this certificate, T. Geoffrey Heekin hereby agrees to act in this capacity, and it further agrees to comply with the provisions of all statutes relative to the proper and complete performance of its duties.

  
Name: T. Geoffrey Heekin  
Address: P.O. Box 489  
Jacksonville, FL 32201

Date: April 25, 1997