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May 6, 1997

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Secretary of State
Division of Corporations
P. O. Box 6327
Tallahassee, FL 32314

RE: 6400 PARTNERS, INC.

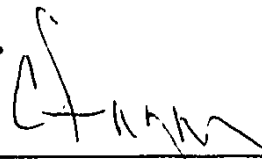
Gentlemen:

Please find the original and one (1) copy of the Articles of Incorporation for the above-referenced corporation, as well as our check in the amount of \$122.50 representing the following:

Filing Fee	\$ 35.00
Certificate Designating Resident Agent	35.00
Certified Copy of Articles of Incorporation	52.50

After filing the original Articles of Incorporation, please certify the enclosed copy and return same to this office.

Sincerely,



Carrie Fagan, Legal Assistant
to Bruce Brashear, Esq.

FILED
MAY -7 AM 9:30
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Enclosures

MAY 12

BSB

ARTICLES OF INCORPORATION
OF
6400 PARTNERS, INC.

FILED
97 MAY -7 AM 9:30
TALLAHASSEE FLORIDA

Article I

Name. The name of this Corporation is 6400 PARTNERS, INC.

Article II

Principal Office. The address of the principal office of the Corporation is 6400 Newberry Road, Gainesville, FL 32605.

Article III

Duration. The period of duration of this Corporation shall be perpetual, commencing on the date of filing of these articles.

Article IV

Purpose. The purpose of this Corporation is to engage in any activities or businesses permitted under the laws of the United States and under the Florida General Corporation Act including, but not limiting the acquisition of life insurance bonds, debentures, commodities, leaseholds, options, puts and calls, easements, mortgages, notes, mutual funds, investment trusts, common trust funds, voting trust certificates, and any class of stock or right to subscribe for stock, including trading on margin.

Article V

Capital Stock. This Corporation is authorized to issue 1,000 shares of \$.01 par value common stock.

Article VI

By-Laws. The power to adopt, alter, amend or repeal By-Laws shall be vested in the Board of Directors and Shareholders.

Article VII

Initial Registered Office and Agent. The street address of the initial registered office of this Corporation is 6400 Newberry Road, Gainesville, FL 32605, and the name of the initial registered agent of this Corporation is Daniel G. Maico, M.D.

Article VIII

Initial Board of Directors. The Corporation shall have five (5) Directors initially. The number of Directors may either be increased or diminished from time to time by the By-Laws, but it shall never be less than one. The names and addresses of the initial Directors of this Corporation are:

Daniel G. Maico, M.D.
6400 Newberry Road
Gainesville, FL 32605

Theodore W. Burns, M.D.
6400 Newberry Road
Gainesville, FL 32605

John R. Leibach, M.D.
6400 Newberry Road
Gainesville, FL 32605

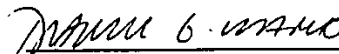
Renata Wajsman, M.D.
6400 Newberry Road
Gainesville, FL 32605

Stavros A. Diavolitsis M.D.
6400 Newberry Road
Gainesville, FL 32605

Article IX

Incorporator. The name and address of the person signing these Articles is Daniel G. Maico, M.D., 6400 Newberry Road, Suite 302, Gainesville, FL 32605.

IN WITNESS WHEREOF, the undersigned Incorporator has executed these Articles of Incorporation this 4th day of April, 1997.



DANIEL G. MAICO, M.D.
Incorporator

**STATE OF FLORIDA
COUNTY OF ALACHUA**

The foregoing instrument was acknowledged before me this 4th day of April, 1997, by DANIEL G. MAICO, M.D., who is personally known to me ~~or who has produced Florida Driver License~~ as identification, and who says that he is Incorporator of these Articles of Incorporation and as such Incorporator verifies that all statements and information contained herein are true and correct.

DATED this 4th day of April, 1997.

(SEAL)

Barbara A. Hughes
Notary Public



Barbara A. Hughes
MY COMMISSION # CC575320 EXPIRES
August 8, 2000
BONDED THRU TROY FABI INSURANCE, INC.

Printed Name
My Commission Expires:

ACCEPTANCE BY REGISTERED AGENT

The undersigned hereby accepts the appointment as Registered Agent of 6400 PARTNERS, INC., which is contained in the foregoing Articles of Incorporation.

DATED this 4 day of APR., 1997.

Daniel G. Maico
DANIEL G. MAICO, M.D.
Registered Agent

FILED
97 MAY -7 AM 9:30
TALLAHASSEE, FLORIDA