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ACCOUNT NO. : 072100000032

REFERENCE : 401635 169624A

AUTHORIZATION :

COST LIMIT : \$ 122.50

Patricia Pyzdek

ORDER DATE : May 22, 1997

ORDER TIME : 11:41 AM

ORDER NO. : 401635-005

CUSTOMER NO: 169624A

700002188607--5

CUSTOMER: Kevin A. Denti, Esq
BUCKINGHAM DOOLITTLE &
BURROUGHS
5551 Ridgewood Drive
Naples, FL 33963

DOMESTIC FILING

NAME: CENTRAL PALM MEDICAL GROUP,
INC.

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: Lori R. Dunlap

EXAMINER'S INITIALS:

3

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TALLAHASSEE, FLORIDA

97 MAY 22 1997
TALLAHASSEE, FLORIDA

ARTICLES OF INCORPORATION
OF
CENTRAL PALM MEDICAL GROUP, INC.

ALL FLORIDA

THE UNDERSIGNED, acting as sole incorporator of a corporation to be formed under the Florida Business Corporation Act, adopts the following Articles of Incorporation:

FIRST: The name of the corporation (the "Corporation") is:

CENTRAL PALM MEDICAL GROUP, INC.

SECOND: The initial principal office and mailing address of the Corporation is:

2499 Glades Road, Suite 109
Boca Raton, Florida 33431

THIRD: The aggregate number of shares that the Corporation is authorized to issue is TEN THOUSAND (10,000) shares of common stock, and the par value of each share shall be TEN CENTS (\$.10). Par value shall have no effect on the Corporation's capital structure.

FOURTH: The street address of the initial registered office of the Corporation is:

5551 Ridgwood Drive, Suite 302
Naples, Florida 34108

and the name of the Corporation's initial registered agent at such address is:

Kevin A. Denti, Esquire

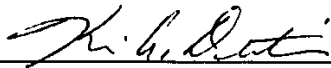
FIFTH: The number of directors constituting the initial Board of Directors of the Corporation is one (1), and the name and address of such person who is to serve as the sole director of the Corporation until the first annual meeting of the shareholders of the Corporation, or until one or more successors have been elected and qualify, is:

Lori Zeller, D.C.
2499 Glades Road, Suite 109
Boca Raton, Florida 33431

SIXTH: The name and address of the sole incorporator is:

Kevin A. Denti, Esquire

IN WITNESS WHEREOF, the undersigned, being the sole incorporator herein before named, for the purpose of forming a corporation under the Florida Business Corporation Act, has executed these Articles of Incorporation this 21st day of May, 1997.



KEVIN A. DENTI, ESQUIRE
Sole Incorporator

I, KEVIN A. DENTI, having been designated to act as registered agent, hereby agree to act in this capacity.



KEVIN A. DENTI, ESQUIRE
Initial Registered Agent

91 MAY 22 PM 2:55
TALLAHASSEE, FLORIDA