CT CORPORATION SYSTEM		
660 EAST JEFFERSON STR	EET	
TALLAHASSEE, FL 3230	1	
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City State Zip	Phone	400002208854
CORPORATION(S) NAME		-06/11/9701073011 ******70.00 ******70.0
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() Reinstatement	() Reservation	() Change of R.A. () Fictitious Name Fili s () CUS



FLORIDA DEPARTMENT OF STATE Sandra B. Mortham Secretary of State

June 11, 1997

C T CORPORATION 660 EAST JEFFERSON ST TALLAHASSEE, FL 32301

SUBJECT: UNITED PHYSICIANS GROUP OF FLORIDA, INC. Ref. Number: W97000013730

We have received your document for UNITED PHYSICIANS GROUP OF FLORIDA, INC. and check(s) totaling \$70.00. However, the enclosed document has not been filed and is being returned to you for the following reason(s):

The person designated as registered agent in the document and the person signing as registered agent must be the same.

If you have any questions concerning the filing of your document, please call (904) 487-6934.

Loria Poole Corporate Specialist

Letter Number: 697A00031499

Articles of Incorporation

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United Physicians Group of Florida, Inc.

1. The corporate name that satisfies the requirements of section 607.0401 is:

United Physicians Group of Florida, Inc.

2. The business and mailing address of the initial principal office of the corporation is: 2882 South Federal Highway, Stuart, Florida 34994.

3. The nature of the business or purposes to be conducted or promoted is: to engage in any lawful act or activity for which corporations may be organized under the Florida General Corporation Act.

4. The total number of shares of stock which the corporation shall have authority to issue is two hundred (200); all of such shares shall have a par value of one dollar (\$1.00) each.

5. The street address of the initial registered office of the corporation is 2882 South Federal Highway, Stuart, Florida 34994 and the name of its initial registered agent at such address is Ian A. Grassam.

6. The board of directors is authorized to make, alter or repeal the by-laws of the corporation. Election of directors need not be by written ballot.

7. The number of directors constituting the initial board of directors of the corporation is one (1), and the name and mailing address of the person who is to serve as director until the first annual meeting of shareholders or until his successors are elected and shall qualify is:

lan A. Grassam 2882 South Federal Highway Stuart, Florida 34994

8. The names and mailing addresses of the incorporators are:

J. R. Nelson	818 West Seventh Street Los Angeles, CA 90017
D. I. Farber	818 West Seventh Street Los Angeles, CA 90017

9. The liability of the directors of the corporation for monetary damages shall be eliminated to the fullest extent permissible under Florida law.

10. The corporation shall indemnify its officers, directors, employees and agents to the extent permissible under Florida law.

The undersigned has executed these Articles of Incorporation this 12th day of June, 1997.

Incorporator leľson

D. I. Farber, Incorporator

Acceptance by the registered agent as required in section 607.0501 (3) F.S.

Registered Agent for: United Physicians Group of Florida, Inc..

Dated ______ June /3, 1997

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lan A. Grassam

FILE ED 97 JUN 16 PH 1: 47 SECRETARY OF STATE FALLAHASSEE FLORID