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FLORIDA DIVISION OF CORPORATIONS  
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TO: DIVISION OF CORPORATIONS

FAX #: (850)922-4001

FROM: FAS-T CORP. AGENTS, INC.  
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NAME: SILVER DAKS PEDIATRICS ASSOCIATES, INC.  
AUDIT NUMBER.....H97000011075  
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Bm 7/8/97



**FLORIDA DEPARTMENT OF STATE**

**Sandra B. Mortham**  
Secretary of State

July 7, 1997

FAS-T CORP. AGENTS, INC.

SUBJECT: SILVER OAKS PEDIATRICS ASSOCIATES  
REF: W97000015615

We received your electronically transmitted document. However, the document has not been filed. Please make the following corrections and refax the complete document, including the electronic filing cover sheet.

The corporate name must contain a suffix that will clearly indicate that it is a corporation. Such suffixes include: CORPORATION, CORP., COMPANY, CO., INC., and INCORPORATED.

Please return your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 487-6067.

Naysa Culligan  
Document Specialist

FAX Aud. #: H97000011075  
Letter Number: 997A00035095

ARTICLES OF INCORPORATION  
OF  
SILVER OAKS PEDIATRICS ASSOCIATES, INC.

ARTICLE I- NAME

The name of this Corporation is: SILVER OAKS PEDIATRICS ASSOCIATES, INC.

ARTICLE II- DURATION

This corporation shall have a perpetual existence commencing on the Date of Filing.

ARTICLE III- PURPOSE

This Corporation may engage in any activity of business permitted under the laws of the United States and the State of Florida.

ARTICLE IV - CAPITAL STOCK

This Corporation is authorized to issue 500 shares of One Dollar (\$1.00) par value common stock, which shall be designated "Common Shares".

ARTICLE V- INITIAL REGISTERED OFFICE AND AGENT

The name and street address of the initial registered office of this Corporation is:  
SERGIO RODRIGUEZ SR., MD, 18200 PINES BLVD., PEMBROKE PINES, FL 33029

The Principal Place of Business of the Corporation shall be 18200 PINES BLVD., PEMBROKE PINES FL 33029.

ARTICLE VI- INITIAL BOARD OF DIRECTORS

This Corporation shall have three (2) Directors initially. The number of Directors may be increased or decreased from time to time by the by-laws, but shall never be less than one (1). The names and addresses of the initial Directors are:

NAME	ADDRESS
SERGIO RODRIGUEZ SR., MD PRESIDENT	1275 NW 170 <sup>TH</sup> AVE. PEMBROKE PINES, FL 33028
FAUSTO PENA CASTILLO, MD VICE-PRESIDENT	12160 ST. ANDREWS PL #110 MIRAMAR, FL 33025

Prepared By:  
Rafael R. Martinez  
Demar Enterprises Accounting Services, Inc.  
1550 West 84th Street, Suite 77  
Hialeah, Florida 33014  
(305) 558-1947

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**ARTICLE VII- LAWS**

The by-laws of this Corporation may be adopted, altered, amended or repealed by either the Stockholder (s) or Director (s).

**ARTICLE VIII- INDEMNIFICATION**

The Corporation shall indemnify any Officer or Director; or any former Officer or Director, to the full extent permitted by law.

**ARTICLE IX- PREEMPTIVE RIGHTS**

Every Stockholder, upon the sale for cash of any new stock of this Corporation of the same kind, class or series as that which he/she already holds, shall have the right to purchase his/her prorata share thereof (as nearly as may be done without issuance of fractional shares) at the price at which it is offered to others.

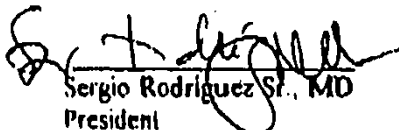
**ARTICLE X- INCORPORATOR**

The persons signing these articles are SERGIO RODRIGUEZ, SR., MD and FAUSTO PENA CASTILLO, MD

**ARTICLE XI- AMENDMENT**

This Corporation reserves the right to amend or repeal any provisions contained in these Articles of Incorporation, in accordance with the provisions of the Florida General Corporation Act.

IN WITNESS WHEREOF, the undersigned has executed these Articles of Incorporation, this 30 days of June of 1997.

  
Sergio Rodriguez Sr., MD  
President

  
Fausto Pena Castillo, MD  
Vice-President

TALLAHASSEE, FLORIDA

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**CERTIFICATE OF DESIGNATION  
REGISTERED AGENT/REGISTERED OFFICE**

Pursuant to the provisions of section 607.0501, Florida Statutes, the undersigned corporation, organized under the laws of the State of Florida, submits the following statement in designating the registered office/registered agent, in the State of Florida.

INC.

First that **SILVER OAKS PEDIATRICS ASSOCIATES** desiring to organize under the laws of the State of Florida with its principal office, as indicated in the articles of incorporation has named **SERGIO RODRIGUEZ SR., MD** located at Pembroke Pines, County of Broward, State of Florida, as its agent to accept service of process within this State

HAVING BEEN NAMED AS REGISTERED AGENT AND TO ACCEPT SERVICE OF PROCESS FOR THE ABOVE STATED CORPORATION AT THE PLACE DESIGNATED IN THIS CERTIFICATE, I HEREBY ACCEPT THE APPOINTMENT AS REGISTERED AGENT AND AGREE TO ACT IN THIS CAPACITY. I FURTHER AGREE TO COMPLY WITH THE PROVISIONS OF ALL STATUTES RELATING TO THE PROPER AND COMPLETE PERFORMANCE OF MY DUTIES, AND I AM FAMILIAR WITH AND ACCEPT THE OBLIGATIONS OF MY POSITION AS REGISTERED AGENT.

  
**Sergio Rodriguez Sr. MD**  
President