

CAPITAL CONNECTION, INC.

417 E. Virginia Street, Suite 1 • Tallahassee, Florida 32302
(904) 224-8870 • 1-800-342-8062 • Fax (904) 222-1222

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SECRETARY OF STATE
DIVISION OF CORPORATIONS

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J. Heitmann, m.D. And
R. Petersen, m.D., P.A.

- Art of Inc. File Photo
- LTD Partnership File _____
- Foreign Corp. File _____
- L.C. File _____
- Fictitious Name File _____
- Name Reservation _____
- Merger File _____
- Art. of Amend. File _____
- RA Resignation _____
- Dissolution / Withdrawal _____
- Annual Report / Reinstatement _____
- Cert. Copy _____
- Photo Copy _____
- Certificate of Good Standing _____
- Certificate of Status _____
- Certificate of Fictitious Name _____
- Corp Record Search _____
- Officer Search _____
- Fictitious Search _____
- Fictitious Owner Search _____
- Vehicle Search _____
- Driving Record _____
- UCC 1 or 3 File _____
- UCC 11 Search _____
- UCC 11 Retrieval _____
- Courier _____

Signature _____

Requested by: CS

Name _____

Date 7/23/97

Time 10:00

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ARTICLES OF INCORPORATION
OF

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J. HEITMANN, M.D. AND R. PETERSEN, M.D., P.A.

The undersigned subscriber to these articles of incorporation, being duly licensed to practice medicine under the laws of the state of Florida, adopts these articles to form a corporation under the Professional Service Corporation and Limited Liability Company Act, F.S. Chapter 621, and other laws of the state of Florida.

ARTICLE I. NAME

The name of the professional service corporation is J. Heitmann, M.D. and R. Petersen, M.D., P.A.

ARTICLE II. PRINCIPAL OFFICE

The principal office and mailing address of this corporation is 198 9th Street N., Naples, Florida 34102.

ARTICLE III. PURPOSE

The professional service corporation is formed to engage in every phase and aspect of the practice of medicine. In addition, the corporation may invest the funds of the professional service corporation in real estate, mortgages, stocks, bonds, or any other type of investment, and own real and personal property necessary for the rendering of professional services.

ARTICLE IV. TERM OF EXISTENCE

The professional service corporation shall have perpetual existence starting on the date these articles of incorporation are filed with the Florida Department of State.

ARTICLE V. CAPITAL STOCK

The capital stock of the professional service corporation shall be 5,000 shares of common stock having a par value of \$1.00 per share.

None of the shares of the professional service corporation may be issued to anyone other than an individual duly licensed to practice medicine in the state of Florida.

ARTICLE VI. REGISTERED OFFICE AND AGENT

The address of the initial registered office of this professional service corporation is c/o Roetzel & Andress, a legal professional association, Trianon Centre, Third Floor, 850 Park Shore Drive, Naples, Florida 34103. The name of the initial registered agent at that address is Paul K. Heuerman, Esq.

ARTICLE VII. BOARD OF DIRECTORS

The business of the corporation shall be managed by its board of directors. The initial board of directors shall consist of two (2) members. The name and address of the members of the first board of directors are:

Jeffrey A. Heitmann, M.D. 198 9th Street N.
Naples, Florida 34102

Robert A. Petersen, M.D. 198 9th Street N.
Naples, Florida 34102

ARTICLE VIII. SUBSCRIBER


The name and address of the person signing these articles of incorporation as subscriber is:

Jeffrey A. Heitmann, M.D. 198 9th Street N.
Naples, Florida 34102

ARTICLE IX. AMENDMENT

The corporation reserves the right to amend or repeal any provisions in these articles of incorporation in the manner provided by law. Any right conferred on the shareholders is subject to this reservation.

IN WITNESS WHEREOF, the undersigned subscriber executed these articles of incorporation on July 21, 1997.



Jeffrey A. Heitmann, M.D.

STATE OF FLORIDA)
)SS:
COUNTY OF COLLIER)

The foregoing Articles of Incorporation were acknowledged before me this 20th day of July, 1997 by Jeffrey A. Heitmann, M.D., who is personally known to me or () presented driver's license as identification.



ROSE ANN NOE
My Comm Exp. 10/20/98
Bonded By Service Ins
No. CC415201
 Personally Known 11 Oct 1 D.

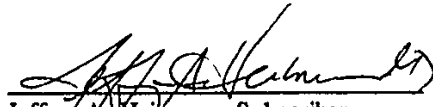
Rose Anne Noe
NOTARY PUBLIC
Name: ROSE ANNE NOE
(Type or Print)
My Commission Expires: 10/20/98

101598_1.WP5

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

In compliance with Section 607.0501, Florida Statutes, the following is submitted:

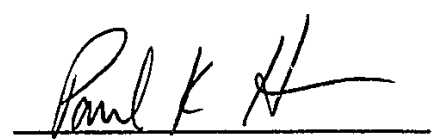
That J. Heitmann, M.D. and R. Petersen, M.D., P.A., desiring to organize or qualify under the laws of the State of Florida, with its principal place of business at the City of Naples, State of Florida, has named Paul K. Heuerman as its agent to accept service of process within Florida.



Jeffrey A. Heitmann, Subscriber

Date: 7/21/97

Having been named to serve as registered agent and accept service of process for the above-stated corporation, at the place designated in this Certificate, I hereby agree to act in this capacity, and I further agree to comply with the provisions of all statutes relative to the proper and complete performance of my duties.



Paul K. Heuerman

Date: 7/21/97

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