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FLORIDA DIVISION OF CORPORATIONS  
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TO: DIVISION OF CORPORATIONS

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FROM: LOWNDES, DROSDICK, DOSTER, KANTOR & REED, P. ACCT#: 072720000036

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NAME: CENTRAL FLORIDA CARDIOTHORACIC SURGERY, P.A.

AUDIT NUMBER.....H97000012443

DOC TYPE.....FLORIDA PROFIT CORPORATION OR P.A.

CERT. OF STATUS..0 PAGES..... 3

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TALLAHASSEE, FLORIDA

**ARTICLES OF INCORPORATION  
OF  
CENTRAL FLORIDA CARDIOTHORACIC SURGERY, P.A.**

**ARTICLE I - NAME**

The name of this corporation is CENTRAL FLORIDA CARDIOTHORACIC SURGERY,  
P.A.

**ARTICLE II - PRINCIPAL OFFICE AND MAILING ADDRESS**

The principal office and mailing address of the Corporation shall be 1107 Lucerne Terrace,  
Orlando, Florida 32809.

**ARTICLE III - DURATION**

This corporation shall have perpetual existence commencing at the time of filing these  
Articles of Incorporation.

**ARTICLE IV - PURPOSE**

This corporation is organized for the sole and specific purpose of engaging in the business  
of rendering the same professional services to the public that a medical doctor, duly licensed under  
the laws of the State of Florida, is authorized to render, but such professional services shall be  
rendered only through officers, employees and agents of this corporation who are duly licensed or  
otherwise legally authorized under the laws of the State of Florida to practice therein.

This document was prepared by:

W. Michael Clifford, Esq.

Florida Bar Number: 0224111  
Lowndes, Drosdick, Doster, Kantor & Reed, P.A.  
P. O. Box 2809  
Orlando, Florida 32802-2809  
(407) 843-4600

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ARTICLE V - CAPITAL STOCK

This corporation is authorized to issue ONE THOUSAND (1,000) shares of ONE DOLLAR AND NO/100 (\$1.00) par value common stock; provided, however, that shares of the common stock of the corporation shall be issued only to individuals who are duly licensed to render services as medical doctors under the laws of the State of Florida and no shareholder of the corporation may sell or transfer his shares in such corporation except to another individual who is eligible to be a shareholder of this corporation. No shareholder of this corporation shall enter into a voting trust agreement or other agreement vesting another person with the authority to exercise his voting powers of any or all of his stock.

ARTICLE VI - INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial registered office of this corporation is 1107 Lucerne Terrace, Orlando, Florida 32809, and the name of the initial registered agent of this corporation at that address is S. Cary Huber, M.D.

ARTICLE VII - INITIAL BOARD OF DIRECTORS

This corporation shall have one (1) director initially. The number of directors may be either increased or diminished from time to time as provided in the Bylaws of the corporation, but shall never be less than one (1). The names and addresses of the initial director is as follows:

S. Cary Huber, M.D.

1107 Lucerne Terrace  
Orlando, Florida 32809

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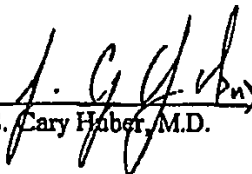
ARTICLE VIII - INCORPORATOR

The name and address of the person signing these Articles is as follows:

S. Cary Huber, M.D.

1107 Lucerne Terrace  
Orlando, Florida 32809

IN WITNESS WHEREOF, the undersigned incorporator has executed these Articles of  
Incorporation this 28<sup>th</sup> day of July, 1997.

  
\_\_\_\_\_  
S. Cary Huber, M.D.

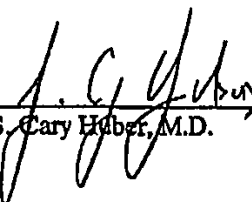
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ACCEPTANCE OF REGISTERED AGENT

The undersigned hereby accepts the designation as Registered Agent of CENTRAL  
FLORIDA CARDIOTHORACIC SURGERY, P.A..

  
\_\_\_\_\_  
S. Cary Huber, M.D.

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