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FLORIDA DIVISION OF CORPORATIONS

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TO: DIVISION OF CORPORATIONS
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FAX #:

FROM: JACK R. LOVING, P.A.
070324003656

ACCT#:

CONTACT: SUSAN K LOVING
PHONE: (954) 764-1005
(954) 764-1499

FAX #:

NAME: HOSPITALISTS, INC.

AUDIT NUMBER.....H97000012555

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

CERT. OF STATUS..0

PAGES..... 3

CERT. COPIES.....1

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TALLAHASSEE, FLORIDA



FLORIDA DEPARTMENT OF STATE
Sandra B. Morham
Secretary of State

August 1, 1997

JACK R. LOVING, P.A.

SUBJECT: HOSPITALISTS, INC.
REF: W97000017752

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.

Section 15.16(3), Florida Statutes, requires each document to contain in the lower left-hand corner of the first page the name, address, and telephone number of the preparer of the original and, if prepared by an attorney licensed in this state, the preparer's Florida Bar membership number.

Please list the registered office address in article 6.

If you have any further questions concerning your document, please call (850) 487-6931.

Becky McKnight
Document Specialist

FAX And. #: E97000012555
Letter Number: 697A00039264

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ARTICLES OF INCORPORATION
OF
HOSPITALISTS, INC.
ARTICLE I - NAME

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The name of this corporation is HOSPITALISTS, INC.

ARTICLE II - DURATION

This corporation shall have perpetual existence.

ARTICLE III - PURPOSE

This corporation is organized for the purpose of transacting any or all legal business.

ARTICLE IV - CAPITAL STOCK

This corporation is authorized to issue 10,000 shares of One Dollar (\$1.00) par value stock.

ARTICLE V - PRE-EMPTIVE RIGHTS

Every shareholder, upon the sale for cash of any new stock of this corporation of the same kind, class or series as that which he already holds, shall have the right to purchase his 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 VI - INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial principal office of this corporation is 340 West Tropical Way, Plantation, Florida 33317 and the name of the initial registered agent of this corporation is Jack R. Loving at 1323 Southeast Third Avenue, Fort Lauderdale, Florida 33316.

Prepared By:
Jack R. Loving
Jack R. Loving, P.A.
FL Bar No. 0238821
1323 Southeast Third Avenue
Fort Lauderdale, Florida 33316
(954) 764-1005

H97000012555

ARTICLE VII - INITIAL BOARD OF DIRECTORS

This corporation shall have one director(s) initially. The number of Directors may be either increased or diminished from time to time by the By-Laws but shall never be less than one. The name(s) and address(es) of the initial Director(s) of this corporation is:

Anthony C. Krayser
340 West Tropical Way
Plantation, Florida 33317

ARTICLE VIII - INCORPORATOR

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

Jack R. Loving
1323 Southeast Third Avenue
Fort Lauderdale, Florida 33316

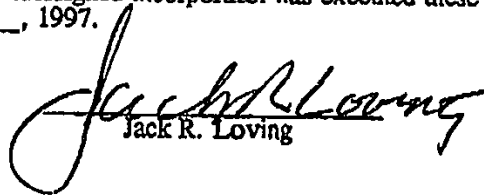
ARTICLE IX - INDEMNIFICATION

The corporation shall indemnify any officer or director, or any former officer or director, to the full extent permitted by law.

ARTICLE X - AMENDMENT

This corporation reserves the right to amend or repeal any provisions contained in these Articles of Incorporation, or any amendment hereto, and any right conferred upon the shareholders is subject to this reservation.

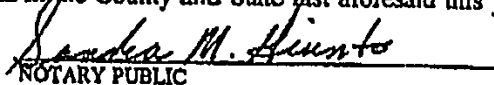
IN WITNESS WHEREOF, the undersigned incorporator has executed these Articles of Incorporation on Aug. 1, 1997.


Jack R. Loving

STATE OF FLORIDA
COUNTY OF BROWARD

The foregoing instrument was acknowledged before me this 1st day of August, 1997 by Jack R. Loving who is personally known to me or who has produced a valid Florida Driver's License as identification and who did take an oath.

WITNESS my hand and official seal in the County and State last aforesaid this 1st day of August, 1997.


NOTARY PUBLIC

SANDRA M. GUINTO
PRINT NAME

MY COMMISSION EXPIRES: 4/28/99



SANDRA M. GUINTO
My Comm Exp. 4/28/99
Bonded By Service Inc
No. CC-16847

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 48.091, FLORIDA STATUTES, THE FOLLOWING IS
SUBMITTED:

FIRST THAT HOSPITALISTS, INC. DESIRING TO ORGANIZE OR QUALIFY UNDER THE
LAWS OF THE STATE OF FLORIDA, WITH ITS PRINCIPAL PLACE OF BUSINESS AT THE
CITY OF PLANTATION, STATE OF FLORIDA, HAS NAMED JACK R. LOVING AT 1323
SOUTHEAST THIRD AVENUE, FORT LAUDERDALE, FLORIDA 33316 AS ITS AGENT TO
ACCEPT SERVICE OF PROCESS WITHIN FLORIDA.

SIGNATURE:

JACK R. LOVING

TITLE:

INCORPORATOR

DATE:

Aug. 1, 1997

HAVING BEEN NAMED TO 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 ACCEPT TO COMPLY WITH THE
PROVISIONS OF ALL STATUTES RELATIVE TO THE PROPER AND COMPLETE
PERFORMANCE OF MY DUTIES.

SIGNATURE:

JACK R. LOVING
(REGISTERED AGENT)

DATE:

Aug. 1, 1997

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA