

P97000081790
ROGERS, BOWERS, DEMPSEY AND PALADINO

ATTORNEYS
FLAGLER CENTER TOWER
505 SOUTH FLAGLER DRIVE
SUITE 1330
WEST PALM BEACH, FLORIDA 33401

FILED

97 SEP 19 AM 11:16

SECRETARY OF STATE
TALLAHASSEE, FLORIDA
TELEPHONE (904) 655-8980
TELECOPIER (904) 655-8480

ROBERT O. ROGERS
DAVID E. BOWERS
W. GLENN DEMPSEY
RICHARD PALADINO

September 19, 1997

VIA FedEx

Secretary of State
Corporate Records Bureau
Division of Corporations
Department of State
409 East Gaines Street
Post Office Box 6327
Tallahassee, FL 32399

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****122.50 ****122.50

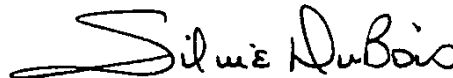
In re: Sherry B. Ellis, M.D., P.A.

Dear Sir/Madam:

Enclosed you will find a check in the amount of \$122.50 to cover the filing fee and cost of a certified copy of the Articles of Incorporation for the above-referenced corporations. If you have any questions, or require additional information, please give me a call.

Very truly yours,

ROGERS, BOWERS, DEMPSEY AND PALADINO



Silvie DuBois
Legal Assistant

/srd
Enclosure
a/s

P. Hall

SEP 22 1997

ARTICLES OF INCORPORATION

OF

SHERRY B. ELLIS, M.D., P.A.

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLE I - NAME

The name of this Corporation is SHERRY B. ELLIS, M.D., P.A.

ARTICLE II - PRINCIPAL PLACE OF BUSINESS

The principal place of business of the Corporation is 5801 N.W. 23rd Avenue, Boca Raton, FL 33496.

ARTICLE III - DURATION

This Corporation shall exist perpetually commencing as of the date these Articles are filed with the Secretary of State's office.

ARTICLE IV - PURPOSE

This Corporation is organized for the purpose of rendering medical services and transacting any or all lawful business for which corporations may be organized under the Florida General Corporation Law.

ARTICLE V - CAPITAL STOCK

The Corporation shall have the authority to issue Seven Thousand Five Hundred (7,500) shares of common stock having a par value of One Dollar (\$1.00) per share.

ARTICLE VI - INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial registered office of this Corporation is 505 South Flagler Drive, Suite 1330, West Palm Beach, Florida 33401, and the name of the initial registered agent of this Corporation at that address is Silvia R. DuBois.

ARTICLE VII - BOARD OF DIRECTORS

The Corporation shall have one (1) director initially. The number of directors may be either increased or diminished from time to time by the bylaws, but shall never be less than one.

The name and address of the initial director of this Corporation is:

SHERRY URBAN
5801 N.W. 23rd Avenue
Boca Raton, FL 33496

ARTICLE VII - INCORPORATOR

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

Silvia R. DuBois 505 S. Flagler Drive, Suite 1330
West Palm Beach, FL 33401

ARTICLE VIII - OFFICERS

The following named person shall be all of the officers of this Corporation from its inception and until her successors are duly elected and qualified:

President/Secretary


SHERRY URBAN

IN WITNESS WHEREOF, the undersigned incorporator has executed these Articles of
Incorporation this 18th day of September, 1997.

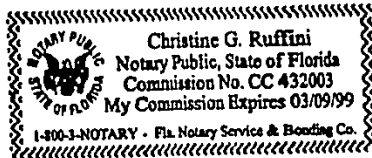

SILVIA R. DuBOIS

STATE OF FLORIDA)
)
COUNTY OF PALM BEACH)

The foregoing instrument was acknowledged before me on this 18th day of September,
1997, by SILVIA R. DuBOIS, who is personally known to me.


Notary Public State of Florida

[NOTARIAL SEAL]



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

FILED
SEP 19 AM 11:16
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

In pursuance of Chapter 48.091, Florida Statutes, **SHERRY B. ELLIS, M.D, P.A.** desiring to organize under the laws of the State of Florida with its principal office as indicated in the Articles of Incorporation in the City of Boca Raton, County of Palm Beach, State of Florida, has named **SILVIA R. DuBOIS**, whose address is 505 South Flagler Drive, Suite 1330, West Palm Beach, Florida 33401, as its agent to accept service of process within this state.

ACKNOWLEDGMENT:

Having been named as the registered agent for the above state Corporation at the place designated in this Certificate, I hereby accept to act in this capacity, and agree to comply with the provisions of laws of the State of Florida relative to keeping open said office.

Dated: September 18, 1997


SILVIA R. DuBOIS