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TO: DIVISION OF CORPORATIONS

FAX #: (850)922-4001

FROM: KRAMER, GREEN, ZUCKERMAN & KAHN, P.A.

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FAX #: (954)981-1605

NAME: DR. JUDITH LEE HAINLINE, P.A.

AUDIT NUMBER.....H97000015886

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

CERT. OF STATUS..0 PAGES..... 4

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLES OF INCORPORATION
OF
DR. JUDITH LEE HAINLINE, P.A.

The undersigned subscriber to these Articles of Incorporation, being a natural person, competent to contract pursuant to the provisions of Chapter 621, Florida Statutes, for the purpose of establishing a corporation, does hereby declare the following:

ARTICLE I - NAME

The name of this corporation is DR. JUDITH LEE HAINLINE, P.A.

ARTICLE II - PRINCIPAL OFFICE

The mailing address of this corporation shall be:

2641 E. Oakland Park Blvd., Suite 3
Ft. Lauderdale, Florida 33306

ARTICLE III
NATURE OF CORPORATE BUSINESS

The general nature of the business to be transacted by this corporation shall be the practice of medicine. In addition, this corporation may carry on any business and have and exercise all of the powers conferred by the laws of the State of Florida, except as such may be limited by the provisions of the Florida Professional Service Corporation Act as in effect from time to time. This corporation shall be authorized to perform every act necessary or proper for the accomplishment of the objects and purposes enumerated or for the protection and benefit of the corporation.

ARTICLE IV
CAPITAL STOCK

This corporation is authorized to issue 2,000 shares of \$1.00 par value common stock which shall be designated as "Common Shares".

ARTICLE V
PRE-EMPTIVE RIGHTS

Every shareholder, upon the sale for cash of any new stock of this corporation shall have the right to purchase his or 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 VI
INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial registered office of this

Prepared by: Les S. Kushner, Bar No. 380202, 4000 Hollywood Blvd.,
Suite 485 South, Hollywood, FL 33021, phone: 954/966-2112

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corporation is 4000 Hollywood Blvd., Suite 485 S., Hollywood, Florida 33021 and the name of the initial registered agent of this corporation at that address is Les Kushner, Esq.

ARTICLE VII
INITIAL BOARD OF DIRECTORS

The Corporation shall initially have 1 Director to hold office until the first annual meeting of stockholders and her successors shall have been duly elected and qualified, or until her earlier resignation, removal from office or death. The number of Directors may be either increased or decreased from time to time in accordance with the By-Laws of the Corporation. The name and address of the Director is:

Dr. Judith Lee Hainline
2641 E. Oakland Park, Suite 3
Fort Lauderdale, Florida 33306

ARTICLE VIII
INCORPORATOR

The name and address of the Incorporator signing these Articles is:

Dr. Judith Lee Hainline
2641 E. Oakland Blvd., Suite 3
Fort Lauderdale, Florida 33306

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 provision contained in these Articles of Incorporation, or any amendment hereto, and any right conferred upon the shareholders is subject to this reservation.

ARTICLE XI
TERM OF EXISTENCE

This corporation shall have perpetual existence and shall have an

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effective date of April 1, 1997.

IN WITNESS WHEREOF, the undersigned Incorporator has executed these Articles of Incorporation on the date of signing.

Dated: _____, 1997

 X
Dr. Judith Lee Hainline, Incorporator

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CERTIFICATE DESIGNATION 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:

That Dr. Judith Lee Hainline desiring to organize or qualify under the laws of the State of Florida, with its principal place of business at the City of Fort Lauderdale, State of Florida, has named Les Kushner, Kramer, Green, Kahn & Kushner, P.A., 4000 Hollywood Blvd., Suite 485 S., of the City of Hollywood, State of Florida, as its agent to accept service of process within Florida.

SIGNATURE

Judith Lee Hainline

TITLE

owner

DATE

9-2-97

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 agree to comply with the provisions of all Statutes relative to the proper and complete performance of my duties.

SIGNATURE

LK

DATE

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