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September 3, 1997

VIA FEDERAL EXPRESS

Ms. Becky McKnight
New Filings Section
Division of Corporations
409 E. Gaines Street
Tallahassee, Florida 32399

FILED
97 OCT -6 PM 1:41
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Re: **Articles of Incorporation of Cheney Pediatric Emergency Medicine, P.A., a
Florida professional association**

000002314730--9
-10/08/97--01045--001
****122.50 ****122.50

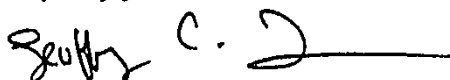
Dear Ms. McKnight:

Enclosed please find for filing Articles of Incorporation for the above-referenced professional association along with a check in the amount of \$122.50 as follows:

\$ 35.00 - Filing Fee
\$ 35.00 - Registered Agent Fee
\$ 52.50 - Certified Copy Fee
\$122.50

Once the document is filed, please forward the certified copy to my attention. Thank you for your attention to this matter.

Very truly yours,



Geoffrey C. Cheney

GCC/mh
enclosure

MIA-193793-1

B. McKnight OCT 06 1997

**ARTICLES OF INCORPORATION
OF
CHENEY PEDIATRIC EMERGENCY MEDICINE, P.A.**

The undersigned incorporator, for the purpose of forming a corporation under the Florida Business Corporation Act and the Professional Service Corporation and Limited Liability Company Act, hereby adopts the following Articles of Incorporation.

**ARTICLE I
NAME**

The name of the corporation shall be: Cheney Pediatric Emergency Medicine, P.A.

**ARTICLE II
PURPOSE**

The purpose of the corporation and the nature of its business are as follows:

1. To engage in the practice of medicine and to provide services incident thereto.
2. To do everything necessary, proper or convenient for the accomplishment of such purpose, and to do every other act incidental thereto which is lawfully permitted.

**ARTICLE III
PRINCIPAL OFFICE**

The principal place of business and mailing address of this corporation shall be:

8261 S.W. 161 Street
Miami, Florida 33157

**ARTICLE IV
PAR VALUE**

The par value of each authorized share is: One Dollar (\$1.00).

**ARTICLE V
SHARES**

The number of shares that this corporation is authorized to have outstanding at any one time is 500 shares.

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ARTICLE VI
INITIAL REGISTERED AGENT AND STREET ADDRESS

The name and address of the initial registered agent is:


Geoffrey C. Cheney, Esq.
One Southeast Third Avenue, 28th Floor
Miami, Florida 33131

ARTICLE VII
INCORPORATOR

The name and street address of the incorporator to these Articles of Incorporation is:

Jennifer P. Cheney, M.D.
8261 S.W. 161 Street
Miami, Florida 33157

The undersigned incorporator has executed these Articles of Incorporation this 3rd day of October, 1997.



Jennifer P. Cheney, M.D., Incorporator

**CERTIFICATE OF DESIGNATION OF
REGISTERED AGENT/REGISTERED OFFICE**

PURSUANT TO THE PROVISIONS OF SECTION 607.0501, FLORIDA STATUTES, THE UNDERSIGNED CORPORATION, ORGANIZED UNDER THE LAWS OF THE STATE OF FLORIDA, SUBMITS THE FOLLOWING STATEMENT IN DESIGNATING THE REGISTERED OFFICE/REGISTERED AGENT, IN THE STATE OF FLORIDA.


1. The name of the Corporation is:

Cheney Pediatric Emergency Medicine, P.A.

2. The name and address of the registered agent and office is:

Geoffrey C. Cheney, Esq.
One Southeast Third Avenue
28th Floor
Miami, Florida 33131

Having been named as registered agent and to accept service of process for the above stated Corporation at the place designated in this certificate, I hereby accept the appointment as registered agent and agree to act in this capacity. I further agree to comply with the provisions of all statutes relating to the proper and complete performance of my duties, and I am familiar with and accept the obligations of my position as registered agent.



Geoffrey C. Cheney

10/3/97

(Date)

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TALLAHASSEE, FLORIDA