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CHARLES S. DALE, P.A.
ATTORNEY AT LAW
414 NE 4TH STREET
FT. LAUDERDALE, FL 33301

(954) 462-7472
Fax: (954) 462-5472

October 14, 1997

Secretary of State
Division of Corporations
P.O. Box 6327
Tallahassee, FL 32314

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-10/20/97-01020-016
⑤ ****122.50 ****122.50

RE: Peter S. Johnson, MD, P.A.
Please reference our File No. 97-092 on all communications

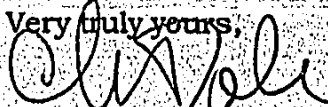
Gentlemen:

Enclosed is an original and one copy of the Articles of Incorporation for the above named corporation. After this has been filed of record, please return a certified copy to this office.

Enclosed is our check of \$122.50 for the following processing fees:

Filing Articles of Incorporation	\$ 35.00
Designation of Registered Agent	\$ 35.00
Certified Copy of Articles	\$ 52.50
Total:	\$122.50

Very truly yours,


CHARLES S. DALE
CSD:as

Enclosures: Articles of Incorporation + 1 copy
Check: \$122.50

FILED
97 OCT 20 AM 11:40
SECRETARY OF STATE
TALLAHASSEE, FLORIDA



**ARTICLES OF INCORPORATION
OF PETER S. JOHNSON, MD, P.A.**

The undersigned natural person, who is licensed or otherwise legally authorized to practice the profession of medicine in the State of Florida, hereby forms a professional corporation in accordance with the Florida Professional Service Corporation Act, and hereby adopt the following articles of incorporation for such corporation:

ARTICLE I. NAME

The name of the corporation is **PETER S. JOHNSON, MD, P.A.**

ARTICLE II. DURATION

The period of the corporation's duration shall be perpetual or until dissolved on a vote of the shareholders as hereafter provided.

ARTICLE III. PURPOSE

This corporation is organized for the following purposes:

- a. To engage in the practice of medicine as a professional medical corporation and to carry on services incident thereto. The practice of medicine is the sole and exclusive professional service to be rendered by this corporation.
- b. To own property, enter into contracts, and to carry on any business necessary or incidental to the accomplishment or furtherance of the purposes or objects of this corporation.
- c. The professional services of this corporation shall be carried out only through officers, employees, and agents, each of whom is duly authorized to practice medicine in, the State of Florida.

ARTICLE IV. CAPITAL STOCK

The total number of shares of capital stock which the corporation shall be authorized to issue is 100 shares. Such shares shall be of a single class of common stock, and shall be without a par value per share.

ARTICLE V. CAPITALIZATION

The amount of capital with which the corporation will begin to practice the profession of medicine shall be not less than \$1,000.00.

ARTICLE VI. PRINCIPAL OFFICE

The address of the corporation's principal office is 1500 SW 15th Avenue, Fort Lauderdale, Florida 33312. The name of the initial registered agent of the corporation is Charles S. Dale, 414 NE Fourth Street, Fort Lauderdale, Florida 33301-1152.

ARTICLE VII. CORPORATE POWERS

The corporation shall have all the rights and powers now or hereafter conferred on professional corporations by the laws of the State of Florida.

ARTICLE VIII. SUBSCRIBERS

The name and address of each person signing these articles of incorporation as a subscriber is:

Name	Address
Peter S. Johnson	1500 SW 15 th Avenue Fort Lauderdale, FL 33312

ARTICLE IX. DIRECTORS

The corporation is to be managed by a board of directors. The number of directors constituting the initial board of directors is one, and the names and addresses of the initial directors are:

Names	Address
Peter S. Johnson	1500 SW 15 th Avenue Fort Lauderdale, FL 33312

The initial directors shall hold office until their successors are elected and qualify as provided in the bylaws. Thereafter the term of office of each director shall be one year and until the election and qualification of a successor. The number of directors set forth herein and constituting the initial board of directors shall be the authorized number of directors until such number is changed by a bylaw duly adopted by the shareholders.

ARTICLE X. BYLAWS

The initial directors shall submit the proposed bylaws to the shareholders at a meeting to be held for that purpose not more than 15 days following the issuance of the Certificate of Incorporation. Following the adoption of bylaws, the internal affairs of the corporation are to be regulated and managed in accordance with such bylaws.

ARTICLE XI DISSOLUTION

The corporation may be dissolved at any time (1) by unanimous written consent of the shareholders; or (2) on the affirmative vote of the holders of at least two-thirds of the outstanding shares of the corporation entitled to vote thereon. On dissolution, the corporate property and assets shall, after payment of all debts of the corporation, be distributed to the shareholders pro rata, each shareholder to participate in the distribution in direct proportion to the number of shares held by him.

In witness hereof, we, the undersigned incorporators of this corporation, have executed these articles of incorporation at Fort Lauderdale, Florida on October 14, 1997


PETER S. JOHNSON, M.D.

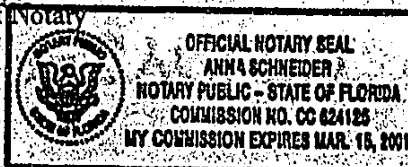
ACKNOWLEDGMENT

The foregoing instrument was acknowledged before me this 14th day of October, 1997, by Peter S. Johnson, who is personally known to me.


Notary Public, State of Florida


Printed Name of Notary

My commission expires:



ACCEPTANCE BY REGISTERED AGENT

HAVING BEEN NAMED TO ACCEPT SERVICE OF PROCESS FOR THE ABOVE NAMED PROFESSIONAL CORPORATION, AT THE PLACE DESIGNATED IN THIS DOCUMENT, 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, AND I ACCEPT THE DUTIES AND OBLIGATIONS OF SECTION 607.0505 OF THE FLORIDA BUSINESS CORPORATION ACT.


CHARLES S. DALE
414 NE Fourth Street
Fort Lauderdale, FL 33301
(954) 462-7472

FILED
97 OCT 20 AM 11:40
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

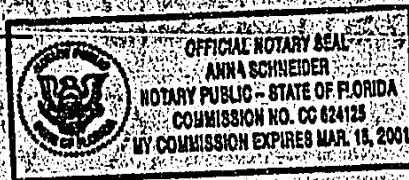
STATE OF FLORIDA)
COUNTY OF BROWARD)

The foregoing instrument was acknowledged before me on this ^{44/2} 24th day of October, 1997, by **CHARLES S. DALE**, the person described in the foregoing Articles of Incorporation, and he acknowledged to and before me that he subscribed to these Articles of incorporation. He is personally known to me.

Notary Public



My Commission Expires:



2011-10-20 11:40 AM

FILED
97 OCT 20 AM 11:40
SECRETARY OF STATE
TALLAHASSEE, FLORIDA