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FLORIDA DIVISION OF CORPORATIONS
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TO: DIVISION OF CORPORATIONS

FAX #: (850)922-4001

FROM: ACE INDUSTRIES, INC.
CONTACT: PAM FRIEDMAN
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NAME: ERNESTO MATAMOROS, M.D., P.A.
AUDIT NUMBER.....H97000017932
DOC TYPE.....FLORIDA PROFIT CORPORATION OR P.A.
CERT. OF STATUS..0
CERT. COPIES.....1

PAGES..... 2 ③
DEL.METHOD.. FAX
EST.CHARGE.. \$122.30

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ARTICLES OF INCORPORATION

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Article 1: Name of Corporation ERNESTO MATAMOROS, M.D., P.A.
Address of Corporation 2050 WEST 56th STREET, SUITE 15
HALEAH, FL 33016

Article 2: CAPITAL STOCK: The number of shares which the corporation has authorized to be outstanding at any one time is 1,000, with a par value of \$1.00. (PAR VALUE is NOT REQUIRED).

Article 3: REGISTERED AGENT
and
REGISTERED OFFICE: ERNESTO MATAMOROS, M.D.
2050 WEST 56th ST. SUITE 15
HALEAH, FL 33016

I am familiar with and hereby accept the duties and responsibilities as registered agent for said corporation

Signature of Registered Agent

10/27/97
Date

Article 4: The Board of Directors are: (Board of Directors is NOT REQUIRED)
First listed is President. Second is Vice-President. Then, sec/treasurer
1. ERNESTO MATAMOROS M.D.
2050 WEST 56th STREET SUITE 15
HALEAH, FL 33016

Article 5: The Name and Address of the INCORPORATOR is:

ERNESTO MATAMOROS M.D.
2050 WEST 56th STREET SUITE 15
HALEAH, FL 33016

In witness whereof I have subscribed my name

Signature of Incorporator

ERNESTO MATAMOROS

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Prepared by:

ACE INDUSTRIES, INC.

64 NW 11th Street

Miami, FL 33136

305-358-2571

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Article 6: The nature of business of this Professional Association is
Medical Practice in the state of Florida.

Article 7: No shareholder of this corporation may sell or transfer shares of stock of this corporation except to another individual who is licensed to practice the profession herein provided and such sale or transfer may be made only after the same has been approved at a stockholder's meeting called for such purpose. If any stockholder shall become disqualified to practice the profession herein provided, be elected to public office or accepts employment which places restrictions or limitations upon the continued rendering of such professional services, such stockholder's shares of stock shall immediately become subject to purchase by the corporation or other stockholders in accordance with contractual arrangements between the corporation or by resolution adopted by the stockholders of this corporation.

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