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TO: DIVISION OF CORPORATIONS	FAX #: (850)922-4001
PROM: CORPORATE CREATIONS INTERNATIONAL INC. CONTACT: JOURNAL ENDERLY Graf Kurda PHONE: (305)672-0686	ACCT#: 110432003053 FAX #: (305)672-9110
NAME: BRUCE B. KADZ, M.D., P.A. AUDIT NUMBERH97000018564 DOC TYPEFLORIDA PROFIT CORPORATION ( CERT. OF STATUS1 PAGES CERT. COPIES0 DEL.METHOD EST.CHARGE. NOTE: PLEASE PRINT THIS PAGE AND USE IT AS A COVER S AUDIT NUMBER ON THE TOP AND BOTTOM OF ALL PAGE	OR-P.A. (4) FAX \$78.75
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# ARTICLES OF INCORPORATION

## Article I. Name

The name of this Florida corporation is: Bruce B. Kadz, M.D., P.A.

The Corporation is being formed for the practice of medicine and all other activities permitted under applicable law.

### Article II. Address

The mailing address of the Corporation is: Bruce B. Kadz, M.D., P.A. 22 South Biscayne Boulevard, Suite 1870 Miami FL 33131

Article III, Registered Agent

The name and address of the registered agent of the Corporation is: Warren Trazenfeld 22 South Biscayne Boulevard, Suite 1870 Miami FL 33131

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Article IV. Board of Directors

The name of each member of the Corporation's Board of Directors is:

Bruce B. Kadz

The affairs of the Corporation shall be managed by a Board of Directors consisting of no less than one director. The number of directors may be increased or decreased from time to time in accordance with the Bylaws of the Corporation. The election of directors shall be done in accordance with the Bylaws. The directors shall be protected from personal liability to the fullest extent permitted by applicable law.

Warren Trazenfeld | FL Bar Member 317071 22 South Biscayne Boulevard, Suite 1870 Miami FL 33131 305-374-3377

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#### Article V. Capital Stock

The Corporation shall have the authority to issue 2,000 shares of common stock, par value \$.01 per share.

#### Article VI. Incorporator

The name and address of the incorporator is: Warren Trazenfeld 22 South Biscayne Boulevard, Suite 1870 Miami FL 33131

#### Article VII. Corporate Existence

These Articles of Incorporation shall become effective and the corporate existence will begin on November 7, 1997.

The undersigned incorporator executed these Articles of Incorporation on November 7, 1997.

WARREN TRAZENFELD by G.K. Kuroda as attorney-in-fact

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# CERTIFICATE OF DESIGNATION REGISTERED AGENT/OFFICE

CORPORATION: Bruce B. Kadz, M.D., P.A.

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REGISTERED AGENT/OFFICE: Warren Trazenfeld 22 South Biscayne Boulevard, Suite 1870 Miami FL 33131

I agree to act as registered agent to accept service of process for the corporation named above at the place designated in this Certificate. I agree to comply with the provisions of all statutes relating to the proper and complete performance of the registered agent duties. I am familiar with and accept the obligations of the registered agent position.

WARREN TRAZENFELD by G.K. Kuroda as attorney-in-fact

Date: November 7, 1997

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