

PA 700096642

FILINGS, INC. TERESA ROMAN
 (Requestor's Name)
 2805 LITTLE DEAL ROAD
 (Address)
 TALLAHASSEE, FLORIDA 32308 (904) 385-6735
 (City, State, Zip) (Phone #)

OFFICE USE ONLY

900002343389--0
 -11/10/97-01097-018
 *****70.00 *****70.00

CORPORATION NAME(S) & DOCUMENT NUMBER(S) (if known):

- PAMELA STEARNS, M.D., P.A.
 (Corporation Name) (Document #)
- _____
 (Corporation Name) (Document #)
- _____
 (Corporation Name) (Document #)
- _____
 (Corporation Name) (Document #)

EFFECTIVE DATE
11-18-97

- Walk in Pick up time _____ Certified Copy
 Mail out Will wait Photocopy Certificate of Status

NEW FILINGS	
<input checked="" type="checkbox"/>	Profit
<input type="checkbox"/>	NonProfit
<input type="checkbox"/>	Limited Liability
<input type="checkbox"/>	Domestication
<input type="checkbox"/>	Other

AMENDMENTS	
<input type="checkbox"/>	Amendment
<input type="checkbox"/>	Resignation of R.A., Officer/Director
<input type="checkbox"/>	Change of Registered Agent
<input type="checkbox"/>	Dissolution/Withdrawal
<input type="checkbox"/>	Merger

OTHER FILINGS	
<input type="checkbox"/>	Annual Report
<input type="checkbox"/>	Fictitious Name
<input type="checkbox"/>	Name Reservation

REGISTRATION/ QUALIFICATION	
<input type="checkbox"/>	Foreign
<input type="checkbox"/>	Limited Partnership
<input type="checkbox"/>	Reinstatement
<input type="checkbox"/>	Trademark
<input type="checkbox"/>	Other

625.
11/13

FILED
 97 NOV 12 PM 5:11
 SECRETARY OF STATE
 TALLAHASSEE, FLORIDA

RECEIVED
 97 NOV 10 PM 2:48
 EXAMINER'S INITIALS



FLORIDA DEPARTMENT OF STATE
Sandra B. Mortham
Secretary of State

November 10, 1997

FILINGS, INC. / TERESA ROMAN
2805 LITTLE DEAL ROAD
TALLAHASSEE, FL 32308

SUBJECT: PAMELA STEARNS, M.D., P.A.
Ref. Number: W97000025487

We have received your document for PAMELA STEARNS, M.D., P.A. and your check(s) totaling \$70.00. However, the enclosed document has not been filed and is being returned for the following correction(s):

The effective date is not acceptable since it is not within five working days of the date of receipt.

Please return the original and one copy of your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 487-6933.

Dana Calloway
Document Specialist

Letter Number: 697A00054231

97 NOV 12 PM 3:57
DIVISION OF CORPORATIONS

ARTICLES OF INCORPORATION OF

PAMELA STEARNS, M.D., P.A.

EFFECTIVE DATE
11-10-97

The Undersigned, desiring to organize a professional service corporation for the purposes hereinafter stated, pursuant to the laws of the State of Florida, hereby certifies as follows:

ARTICLE I

Name

The name of this corporation shall be and is:

PAMELA STEARNS, M.D., P.A.
2261 N. UNIVERSITY DRIVE, Suite 201
PEMBROKE PINES, FLORIDA 33024

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TALLAHASSEE, FLORIDA

ARTICLE II

Purpose

The general nature of the professional services to be rendered by this professional service corporation shall be as follows, to-wit:

(a) To engage in every phase and aspect of the business of rendering the same professional services to the public that a medical doctor, duly licensed under the laws of the State of Florida, is authorized to render, but such professional services shall be rendered only through officers, employees, and agents who are duly licensed under the laws of the State of Florida to practice medicine therein.

(b) To buy, sell, deal in and exchange shares of its own capital stock, except that the corporation shall not issue any of its capital stock to anyone other than an individual who is duly licensed or otherwise legally authorized to render professional medical services within the State of Florida. No shareholder of this corporation shall enter into a voting trust agreement vesting another person with the authority to exercise the voting power of any or all of his stock.

(c) To invest the funds of this corporation in real estate, mortgages, stocks, bonds, or any other type of investment, and to own real and personal property necessary for the rendering of professional services.

(d) To do all and everything necessary and proper for the accomplishment of any of the purposes or the attaining of any of the objects or the furtherance of any of the purposes enumerated in these Articles of Incorporation or any amendment thereof, necessary or incidental to the protection and benefit of the corporation, and, in general, either alone or in association with other corporations, firms, or individuals, to carry on any lawful pursuit necessary or incidental to the accomplishment of the purpose or the attainment of the objects or the furtherance of such purposes or objects of this corporation.

(e) Without limiting the generality of any of the foregoing language, the corporation shall have all of the powers which are now or which may hereafter be conferred upon professional service corporations by the laws of the State of Florida.

ARTICLE III

Stock

The maximum number of shares of stock which this corporation is authorized to have outstanding at any time is One Thousand (1,000) Shares of Common Stock having a par value of One Dollar (\$1.00) per share.

ARTICLE IV

Existence

This corporation shall have perpetual existence commencing on *1100, 10-1978*

ARTICLE V

Initial Registered Office and Agent

The name and street address of the initial registered agent and office of this corporation is:

Pamela Stearns M.D.
2261 N. University Drive, Suite 201
Pembroke Pines, Fl. 33024

ARTICLE VI

Stock Transferability

No stockholder of this corporation may sell or transfer his shares in this corporation except to another individual who is eligible to be a Stockholder of a professional medical service corporation within the laws of the State of Florida.

ARTICLE VII

Stock Ownership

The Board of Directors shall require any Officer, Stockholder, agent, or employee of this corporation, who has been rendering professional medical services to the public and who becomes legally disqualified to render such professional medical services within the State of Florida, or accepts employment that, pursuant to existing law, places restrictions or limitations upon his continuing to render such professional medical services, to sever all employment with, and financial interest in, this corporation forthwith.

ARTICLE VIII

Directors

This corporation shall have one (1) Director initially. The number of Directors may be increased or diminished, from time to time, by By-Laws adopted by the Stockholders, but shall never be less than one (1).

ARTICLE IX

Initial Director

The name and street address of the first member of the Board of Directors is:

Name

PAMELA STEARNS

Street Address

2261 N. University Drive, Suite 201
Pembroke Pines, Fl. 33024

Said Director is of full age and a citizen of the United States of America. The aforesaid Director shall hold his respective office until the first Annual Meeting of the Stockholders or until his successor is elected and has qualified.

ARTICLE X

Subscriber

The name and street address of the subscriber to the Articles of Incorporation, who is a medical doctor, duly licensed under the laws of the State of Florida to render services as such is PAMELA STEARNS, 2261 N. University Drive, Suite 201, Pembroke Pines, Fl. 33024.

ARTICLE XI

By-Laws

The By-Laws of the corporation may be created, amended or changed by the Stockholders or Directors at any regular or special meeting, duly held.

ARTICLE XII

Contracts

No contract or other transaction between this corporation and any other corporation shall be affected by the fact that any Director of this corporation is interested in, or is a director or officer of, such other corporation, and any Director, individually or jointly, may be a party to, or may be interested in, any contract or transaction of this corporation or in which


this corporation is interested; and no contract, or other transaction of this corporation with any person, firm, or corporation, shall be affected by the fact that any Director of this corporation is a party in any way connected with such person, firm, or corporation, and every person who may become a Director of this corporation is hereby relived from any liability that might otherwise exist from contracting with the corporation for the benefits of him(her)self or any firm, association, or corporation in which (s)he may be in any way interested.

IN WITNESS WHEREOF, the undersigned has made, subscribed and acknowledged these Articles of Incorporation this 5 day of NOVEMBER, 1997.


PAMELA STEARNS, M.D.

ACCEPTANCE BY REGISTERED AGENT

HAVING BEEN NAMED TO ACCEPT THE SERVICE OF PROCESS FOR THE ABOVE STATED CORPORATION, AT THE PLACE DESIGNATED IN ARTICLE V OF THESE ARTICLES OF INCORPORATION HEREBY AGREES TO ACT IN THIS CAPACITY, AND FURTHER AGREES TO COMPLY WITH THE PROVISIONS OF ALL STATUTES RELATIVE TO THE PROPER AND COMPLETE DISCHARGE OF ITS DUTIES.


PAMELA STEARNS, M.D.

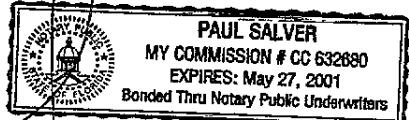
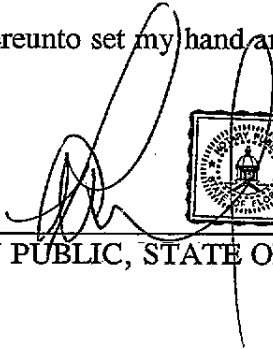
DATED THIS 5 DAY OF NOVEMBER, 1997.

FILED
97 NOV 12 PM 5:11
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

STATE OF FLORIDA)
) SS:
COUNTY OF DADE)

I **HEREBY CERTIFY** that on this 5 day of NOVEMBER, 1997, personally appeared before me, an officer duly authorized to administer oaths and to take acknowledgments, PAMELA STEARNS, M.D. personally known to me to be the person who executed the foregoing Articles of Incorporation of PAMELA STEARNS, M.D., P.A., a Florida Corporation, and acknowledged that she signed and executed the same for the uses and purposes therein stated.

IN WITNESS WHEREOF, I have hereunto set my hand and official seal at Miami, Florida, the day and year above written.



NOTARY PUBLIC, STATE OF FLORIDA AT LARGE