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12/09/97

FLORIDA DIVISION OF CORPORATIONS
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TO: DIVISION OF CORPORATIONS

FAX #: (850) 922-4001

FROM: EMPIRE CORPORATE KIT COMPANY

ACCT#: 072450003255

CONTACT: RAY STORMONT

PHONE: (305) 541-3694

FAX #: (305) 541-3770

NAME: EAST DELRAY MEDICAL ASSOCIATES, P.A.

AUDIT NUMBER.....H97000020246

DOC TYPE.....FLORIDA PROFIT CORPORATION OR P.A.

CERT. OF STATUS...1

PAGES.....5

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TALLAHASSEE, FLORIDA

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ARTICLES OF INCORPORATION

OF

East Delray Medical Associates, P.A.

The undersigned incorporator(s), for the purpose of forming a Professional Service Corporation under Chapter 621 of the Florida Statutes, hereby adopt(s) the following Articles of Incorporation.

ARTICLE I NAME

The name of the corporation shall be:

East Delray Medical Associates, P.A.

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ARTICLE II PRINCIPAL OFFICE

The principal place of business and mailing address of this corporation shall be: 275 George Bush Blvd., Delray Beach, Florida 33444.

ARTICLE III PURPOSE

The purpose of this corporation shall be: medical practice.

RAY STORMONT
EMPIRE CORPORATE KIT COMPANY
1492 West Flagler Street #200
Miami, Florida 33135
(305) 541-3694

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ARTICLE IV CAPITAL STOCK

The number of shares of stock that this corporation is authorized to have outstanding at any one time is: 100 shares having a par value of \$ 1.00.

ARTICLE V INITIAL REGISTERED AGENT AND ADDRESS

The name and address of the initial registered agent is:

Guy D. Sperduto	8982 Taft Street
	Pembroke Pines, Florida 33024

ARTICLE VI BOARD OF DIRECTOR(S)

The name and address of the initial board of directors shall be:

Joseph M. Sperduto	275 George Bush Blvd.
President	Delray Beach, Florida 33444

ARTICLE VII OFFICERS(S)

The name, title and address of the officers of this corporation shall be:

Joseph M. Sperduto	275 George Bush Blvd.
President	Delray Beach, Florida 33444

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ARTICLE VIII INCORPORATOR(S)

The name and address of the incorporator(s) to these Articles of Incorporation shall be:

EMPIRE CORPORATE KIT OF AMERICA, INC.
1492 W. FLAGLER ST #200
MIAMI, FL 33135

The undersigned has(have) executed these Articles of Incorporation
this 09th day of December, 19 97.

Ray Stormont
Incorporator

Ray Stormont/President
Signing for
Empire Corporate Kit of America, Inc.

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CERTIFICATE OF DESIGNATION
REGISTERED AGENT/REGISTERED OFFICE

HAVING BEEN NAMED AS REGISTERED AGENT AND TO ACCEPT SERVICE OF PROCESS FOR THE ABOVE STATED CORPORATION AT THE PLACE DESIGNATED IN THE ARTICLES OF INCORPORATION, 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.


REGISTERED AGENT

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