T-475 P.01 Job-546

PUBLIC ACCESS SYSTEM ELECTRONIC FILING COVER SHEET

(((H97000021230 2)))

TOS DIVISION OF CORPORATIONS FAX #: (850)922-4001

FROM: AKERMAN, SENTERFITT & EIDSON, P.A.(WPB)
CONTACT: NANCY M PORCARI

ACCT#: 104075003305

FAX #: (561)659-6313

NAME: ADVANCED HEALTH CARE CONSULTANTS/PORT ST. LU

AUDIT NUMBER..... H97000021230

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

CERT. OF STATUS..1

PHONE: (561)659-5990

PAGES.....

CERT. COPIES.....0

FAX DEL.METHOD ..

EST.CHARGE.. \$78.75

NOTE: PLEASE PRINT THIS PAGE AND USE IT AS A COVER SHEET. TYPE THE FAX AUDIT NUMBER ON THE TOP AND BOTTOM OF ALL PAGES OF THE DOCUMENT

\*\* ENTER 'M' FOR MENU. \*\*

ENTER SELECTION AND <CR>:

Alt-z for HELP ANSI

FDX 9600 E71 LOG CLOSED

PRINT OFF

ON-LINE

14248/72630 619 NMP

PM 2: 43



## FLORIDA DEPARTMENT OF STATE Sandra B. Mortham Secretary of State

December 29, 1997

AKERMAN, SENTERFITT & EIDSON, P.A.

SUBJECT: ADVANCED HEALTH CARE CONSULTANTS/PORT ST. LUCIE, INC. REF: W97000628746

We received your electronically transmitted document. However, the document has not been filed. Please make the following corrections and refax the complete document, including the electronic filing cover sheet.

Article 7 states there will be 2 director(s), whereas 6 is/are listed.

If you have any further questions concerning your document, please call (850) 487-6931.

Becky McKnight Document Specialist FAX Aud. #: H97000021230 Letter Number: 297A00060641

H97000021230

#### ARTICLES OF INCORPORATION

OF

### ADVANCED HEALTH CARE CONSULTANTS/PORT ST. LUCIE, INC.

FIRST: The name of the Corporation is Advanced Health Care Consultants/Port St. Lucie, Inc.

SECOND: This Corporation is organized for the purpose of transacting any and all lawful business for which corporations may be formed under Chapter 607 of the Florida Statutes.

THIRD: This Corporation may engage or transact in any and all lawful activities or business permitted under the laws of the United States, the State of Florida or any other state, country, territory or nation.

<u>FOURTH</u>: This Corporation is authorized to issue ten thousand (10,000) shares of common stock, par value ONE AND NO/100s DOLLAR (\$1.00) per share.

<u>FIFTH</u>: The street address of the initial Registered Office of this Corporation is Phillips Point - East Tower, 777 S. Flagler Drive, Suite 900, West Palm Beach, Florida 33401, and the name of the initial Registered Agent of this Corporation at that address is Philip M. Sprinkle II.

<u>SIXTH</u>: The street address of the principal office of the Corporation is 11940 U. S. Highway #1, Suite 201, North Palm Beach, Florida 33408.

SEVENTH: This Corporation shall have six (6) Directors initially and the number of Directors may be increased or diminished from time to time as provided in the By-Laws of this Corporation but shall never be less than one (1). The names and addresses of the initial Directors of this Corporation are as follows:

Jose Serra, M.D. 11940 U. S. Highway #1, Suite 201 North Palm Beach, Florida 33408

Debbie Finnel 11940 U. S. Highway #1, Suite 201 North Palm Beach, Florida 33408 SECRETARY OF STATE DIVISION OF CORPORATIONS

Philip M. Sprinkle II., Esquire Florida Bar Number 0724890 777 South Flagler Drive, Suite 900 East Tower West Palm Beach, Florida 33401 Telephone (561) 659-5990

H97000021230

H97000021230

Larry Nierenberg 11940 U. S. Highway #1, Suite 201 North Palm Beach, Florida 33408

Kim Schwenke 11940 U. S. Highway #1, Suite 201 North Palm Beach, Florida 33408

Larry Mueller 11940 U. S. Highway #1, Suite 201 North Palm Beach, Florida 33408

Robert Mandell 11940 U. S. Highway #1, Suite 201 North Palm Beach, Florida 33408

FIGHTH: The names and offices of the initial officers of the Corporation are as follows:

Debbie Finnel

President

Larry Nierenberg

Chief Financial Officer

Jose Serra

Vice President

Kim Schwenke

Vice President

Larry Mueller

Vice President

Robert Mandell

Secretary and Treasurer

NINTH: The name and address of the Incorporator of this Corporation is Philip M. Sprinkle II, Phillips Point - East Tower, 777 S. Flagler Drive, Suite 900, West Palm Beach, Florida 33401

TENTH: The duration of this Corporation is perpetual.

IN WITNESS WHEREOF, the undersigned incorporator has executed these Articles of Incorporation this 26th day of December, 1997.

Philip M. Sprinkle II, Incorporator

WPALM/66910\_1.DOC

T-475 P.05

Job-546

H97000021230

STATE OF FLORIDA	)	
	)	88:
COUNTY OF PALM BEACH	)	

SWORN TO AND SUBSCRIBED before me this 26th day of December, 1997, by Philip M. Sprinkle II, who is personally known to me.

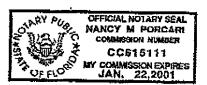
Print Name: Nancy M. Porcari

Notary Public, State of Florida at Large

Commission No.

My commission expires: \_

WPALM/66910\_1.DOC



# CERTIFICATE DESIGNATING REGISTERED AGENT AND REGISTERED OFFICE

In compliance with Florida Statutes Sections 48.091 and 607.0501, the following is submitted:

Advanced Health Care Consultants/Port St. Lucie, Inc. desiring to organize as a corporation under the laws of the State of Florida, has designated Phillips Point - East Tower, 777 S. Flagler Drive, Suite 900, West Palm Beach, Florida 33401, as its initial Registered Office and has named Philip M. Sprinkle II, located at that address as its initial Registered Agent.

Philip M. Sprinkle II, Incorporater

Having been named Registered Agent for the above-stated corporation, at the designated Registered Office, the undersigned hereby accepts said appointment, and agrees to comply with the provisions of Florida Statutes Section 48.091 relative to keeping open said office.

Philip M. Sprinkle II, Registered Agent

WPALM/66910 1.DOC

SECRETARY OF STATE OF STATE OF CORPORATIONS
97 DEC 29 PM 2: 43