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TO: DIVISION OF CORPORATIONS

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FROM: AKERMAN, SENTERFITT & RYDSON, P.A.(WPB)  
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NAME: ADVANCED HEALTH CARE CONSULTANTS/PORT ST. LU  
AUDIT NUMBER.....H97000021230  
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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: W97000028746

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

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**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.

**FOURTH:** 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.

**FIFTH:** 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.

**SIXTH:** 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

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

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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


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

Debbie Fimmel	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

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STATE OF FLORIDA       )  
                                  ) ss:  
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: \_\_\_\_\_

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**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, Incorporator

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

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