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FLORIDA DIVISION OF CORPORATIONS
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TO: DIVISION OF CORPORATIONS

FAX #: (850) 922-4001

FROM: CORPORATE CREATIONS INTERNATIONAL INC.

ACCT#: 110432003053

CONTACT: JOHNNY C. RODRIGUEZ

PHONE: (305) 672-0686

FAX #: (305) 672-9110

NAME: JOSE H. PAGLIERY, M.D., P.A.

AUDIT NUMBER.....H98000000604

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

CERT. OF STATUS..1

PAGES.....4

CERT. COPIES.....0

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TALLAHASSEE, FLORIDA

B. REGISTER JAN 12 1998

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLES OF INCORPORATION

Article I. Name

The name of this Florida corporation is:
Jose H. Pagliery, 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:
Jose H. Pagliery, M.D., P.A.
Deering Medical Office Building
9380 S.W. 150 Street, Suite 260
Miami FL 33176

Article III. Registered Agent

The name and address of the registered agent of the Corporation is:
Sergio E. Pagliery
100 N. Biscayne Boulevard, 25th Floor
Miami FL 33132

Article IV. Board of Directors

The name of each member of the Corporation's Board of Directors is:
Jose H. Pagliery, M.D.

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.

Sergio E. Pagliery | FL Bar Member 931330
Anderson, Moss, Park & Sherouse
100 N. Biscayne Boulevard, 25th Floor
Miami FL 33132
305-358-5171

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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

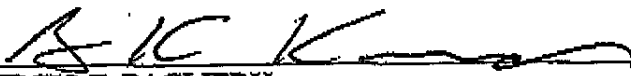
The name and address of the incorporator is:

Sergio E. Pagliery
Anderson, Moss, Park & Sherouse
100 N. Biscayne Boulevard, 25th Floor
Miami FL 33132

Article VII. Corporate Existence

These Articles of Incorporation shall become effective and the corporate existence will begin on January 9, 1998.

The undersigned incorporator executed these Articles of Incorporation on January 9, 1998.



SERGIO E. PAGLIERY
by G. K. Kuroda as attorney-in-fact

Sergio E. Pagliery | FL Bar Member 931330
Anderson, Moss, Park & Sherouse
100 N. Biscayne Boulevard, 25th Floor
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**CERTIFICATE OF DESIGNATION
REGISTERED AGENT/OFFICE**

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

CORPORATION:

Jose H. Pagliery, M.D., P.A.

REGISTERED AGENT/OFFICE:

**Sergio E. Pagliery
100 N. Biscayne Boulevard, 25th Floor
Miami FL 33132**

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.



SERGIO E. PAGLIERY
by G. K. Kuroda as attorney-in-fact

Date: January 9, 1998

**Sergio E. Pagliery | FL Bar Member 931330
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