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| NEW FILINGS | AMENDME | NTS | | |
| Profit | Amendment | | _ | |
| NonProfit | Resignation of R. | A., Officer/Director | | :79676L. 7 |
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FLORIDA DEPARTMENT OF STATE Sandra B. Mortham Secretary of State

December 18, 1997

DR. WALTER ARGUEDAS 2750 W. 68TH ST., SUITE 224 HIALEAH, FL 33160- 33016

SUBJECT: VISITING PODIATRY ASSOCIATES, INC.

Ref. Number: W97000028210

We have received your document for VISITING PODIATRY ASSOCIATES, INC. and your check(s) totaling \$122.50. 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) 487-6995.

Letter Number: 697A00059438

Wanda Sampson Document Specialist

ARTICLES OF INCORPORATION OF VISITING PODIATRY ASSOCIATES

ARTICLE I NAME

The name of the corporation is VISITING PODIATRY ASSOCIATES, INC

SECRETARY OF STATE DIVISION OF CORPORATIONS

98 JAN 12 PH 1:50

ARTICLE II PURPOSE

The general nature of the business to be transacted by this Corporation shall be and is to engage in every aspect and phase of the practice of Podiatric Medicine. The professional services involved in the Corporation's practice of Podiatric Medicine may be rendered only through its officers, employees, and agents who are duly licensed or ortherwise legally authorized to practice Podiatry in the State Of Florida.

This Corporation shall not engage in any business other than the practice of Podiatric Medicine. However, the Corporation may invest its funds in real estate, mortgages, stocks, bonds, and other types of investments, and may own real and personal property necessary for the rendering of its professional services.

ARTICLE III CAPITAL STOCK

The Corporation is authorized to issue 1,000 shares of common stock, each at \$1.00 par value.

FIVE HUNDRED SHARES ARE ISSUED TO Dr. Walter Arguedas FIVE HUNDRED SHARES ARE ISSUED TO Dr. Louis M. Newman

ARTICLE IV INITIAL REGISTERED OFFICE AND AGENT

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

Dr. Walter Arguedas. 2750 West 68 Street Sッキャ # マンリ Hialeah, Florida 33160

I, Walter Arguedas do hereby accept the duties of registered agent

WALTER ARGUEDAS D.PM. P

ARTICLE V BOARD OF DIRECTORS

This corporation shall have at least one director. The number of directors of this corporation may be established from time to time in the manner provided by the Bylaws . The initial directors of this corporation and their respective addresses are:

Walter Arguedas

2750 West 68 Street Hialeah, Florida 33016

Louis M. Newman

5938 West 20 Ave Hialeah, Florida 33016

ARTICLE VI OFFICERS

The names, addresses and positions of the initial officers of the corporation are set forth below and such persons shall hold such offices until their successors are elected by the Board Of Directors.

Walter Arguedas

President

Louis M. Newman

Vice President /Treasurer

ARTICLE VII INCORPORATOR

The name and address of the persons signing these articles are : Walter Arguedas Louis M. Newman

2750 West 68 Street サク24

5938 West 20 Ave Hialeah, Florida 33016

Hialeah, Florida 33016

ARTICLE VIII
INDEMNIFICATION

The corporation shall indemnifly any officer or Director or any former officer or Director, to the full extent permitted by law.

ARTICLE IX **BYLAWS**

The Board of Directors and the shareholders shall each have the power to adopt, alter, amend, or repeal Bylaws.

ARTICLE X CORPORATE EXISTENCE

√ The existence of this corporation shall be perpetual and shall commence of the date of acknowledgement and subscription of these Articles.

IN WITNESS WHEREOF, the undersigned Incorporator has executed these Articles of Incorporation this first day of January 199% J.M.

Incomporator Walter Arguedas

3-800-54-223-0

STATE OF FLORIDA) COUNTY OF DADE)

Incorporator Louis M. Newman

ID FOL. N550-533-48-014-0

DIOB. 01-14-48

I certify that on this date before me, an officer duly authorized in the State and County named above to take acknowledgments, personally appeared Louis M. Newman, PWalter Avguales known to me to be the person described in and who executed the foregoing instrument, and acknowledged the execution hereof to be his free act and deed for the uses and purposed described therein.

SEC. 9-1897

Notary Public State Of Florida

MANUEL E. FICH 659674
COMMISSION # CC 659674 EXPIRES JUN 30, 2001 BONDED THRU ATLANTIC BONDING CO., INC.

MANUEL E. PICHIRILO

My commission expires: