McLin Burnsed Morrison Johnson Newman & Roy PROFESSIONAL ASSOCIATION

ATTORNEYS AT LAW

98 FEB 16 PM 3: 17

SECRETARY OF STATE TALLAHASSEE, FLORIDA R. Dewey Burnsed Christopher V. Carlyle Robert G. Hicks Stephen W. Johnson Walter S. McLin, III G. Michael Mahoney Fred A. Morrison Richard P. Newman John R. Reid, Jr. Steven M. Roy Phillip S. Smith

February 11, 1998

700002432017--1 -02/16/98--01121--003 *****122,50 *****122,50

Department of State Division of Corporations P.O. Box 6327 Tallahassee, FL 32314

SUBJECT: ROLANDO J. MENENDEZ, M.D., P.A.

Enclosed is an **original and one (1) copy** of the Articles of Incorporation and a check for:

□ \$70.00

Filing Fee

□ \$78.75

Filing Fee

& Certification

\$122.50

Filing Fee & Certified Copy

□ \$131.25

Filing Fee,

Certified Copy

& Certification

ADDITIONAL COPIES REQUIRED

PREPARED BY & RETURN TO:

Steven M. Roy, Esq.

McLin, Burnsed, Morrison, Johnson,

Newman & Roy, P.A. P.O. Box 491357

Leesburg, FL 34749-1357

(352) 787-1241

WEB A TIME

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ARTICLES OF INCORPORATION

FILED

OF

98 FEB 16 PM 3: 17

ROLANDO J. MENENDEZ, M.D., P.A SECRETARY OF STATE

The undersigned, being licensed and authorized to practice medicine by and within the State of Florida and acting as incorporator of a corporation under the Professional Service Corporation Act (Chapter 621, Florida Statutes), adopts the following Articles of Incorporation:

ARTICLE I. NAME

The name of this corporation is ROLANDO J. MENENDEZ, M.D., P.A.

ARTICLE II. PRINCIPAL OFFICE OR MAILING ADDRESS OF CORPORATION

The principal office and mailing address of this corporation is: 608 South 9th Street, Leesburg, Florida 34748.

ARTICLE III. CAPITAL STOCK

The maximum number of shares of stock that this corporation is authorized to have outstanding at any one time is:

Seven thousand five hundred (7,500) shares of common stock all of one class, having a nominal or par value of ONE DOLLAR (\$1.00) per share.

ARTICLE IV. INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial registered office of this corporation is 608 South 9th Street, Leesburg, Florida 34748, and

the name of the initial registered agent of this Forperation at 98 FEB 16 PM 3: 17 that address is Rolando J. Menendez. SECRETARY OF STATE.

ARTICLE V. INCORPORATOR

The name and address of the person signing these Articles of Incorporation is Rolando J. Menendez, 608 South 9th Street, Leesburg, Florida 34748.

ARTICLE VI. PURPOSE

The purpose for which this corporation is formed is to engage in every aspect of the practice of medicine and to render professional services only through its officers, employees and agents who are Doctors of Medicine in good standing and duly licensed and authorized by and within the State of Florida to render the same.

ARTICLE VII. INDEMNIFICATION

The corporation shall indemnify any person to the full extent permitted by law.

IN WITNESS WHEREOF, the undersigned incorporator has executed these Articles of Incorporation this 29th day of January, 1998.

Rolando J. Menendez, Incorporator

ACCEPTANCE BY REGISTERED AGENT:

HAVING BEEN NAMED AS REGISTERED AGENT AND TO ACCEPT SERVICE OF PROCESS FOR THE ABOVE STATED CORPORATION AT THE PLACE DESIGNATED IN THIS CERTIFICATE, 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 RELATIVE TO THE PROPER AND COMPLETE PERFORMANCE OF MY DUTIES, AND I AM FAMILIAR WITH AND ACCEPT THE OBLIGATION OF MY POSITION AS REGISTERED AGENT.

Rolando J. Menendez

STATE OF FLORIDA COUNTY OF LAKE

The foregoing instrument was acknowledged before me this 24 day of January, 1998, by Rolando J. Menendez, Incorporator, who is personally known to me or ___ produced ____ as identification. [SEAL] PATRICIA S STANTON My Commission CC352282 (Signature of Notary) Expires Mar. 02, 1996 Bonded by ANB 800-852-5878 (Commission Number)

j/corpform/profess.art

Typed name of Notary)