3/06/98

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(((H98000004494 4)))

TO: DIVISION OF CORPORATIONS

FAX #: (850)922-4001

FROM: EMPIRE CORPORATE KIT COMPANY

ACCT#: 072450003255

CONTACT: RAY STORMONT PHONE: (305)541-3694

FAX #: (305)541-3770

NAME: MEDICAL CENTERS 2000, INC.

AUDIT NUMBER.....H98000004494

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

CERT. OF STATUS...0

PAGES..... 5

CERT. COPIES.....1

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FLORIDA DEPARTMENT OF STATE Sandra B. Mortham Secretary of State

March 6, 1998

EMPIRE

SUBJECT: MEDICAL CENTERS 2000, INC.

REF: W98000005098

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Neysa Culligan Document Specialist FAX Aud. #: E98000004494 Letter Number: 698A00012499 GTEORY DATE

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ARTICLES OF INCORPORATION

OF

MEDICAL CENTERS 2000, INC.

FILED

98 MAR & AM 8: 11

SEUNETAIN UT STATE
TALLAHASSEE, FLORIDA

ARTICLE I - NAME

The name of the Corporation is MEDICAL CENTERS 2000, INC.; the mailing address and principal place of business is 3109 Tamiami Trail, Unit #2, Port Charlotte, Florida 33592.

ARTICLE II - EFFECTIVE DATE AND DURATION

The effective date of this Corporation shall be March 1, 1998 and it shall have perpetual existence.

ARTICLE III - PURPOSE

The purpose of this Corporation is to engage in the transaction of any and all business permitted under the laws of the united States and of this State, and specifically to render the practice of medicine to the public, which shall consist of examining and treating patients, consulting and rendering medical advice. This Professional Corporation shall exist and function in compliance with the "Professional Service Corporation Act" and in order to properly prosecute the objects and purposes above set forth, the Corporation shall have full power and authority to purchase, lease and otherwise acquire, hold, mortgage, convey and otherwise dispose of all kinds of property, both real and personal, necessary for the rendering of medical services, and further,

Articles prepared by: Eugene M. Simon, Esq. 297 Sunny Isles Bivd. North Miami Beach, FL. 33160 telephone number (305) 940-8123 Florida Bar No.: 614076

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ARTICLE IV - CAPITAL STOCK

The maximum number of stock that this Corporation is authorized to have outstanding at any time is one hundred (100) shares with ten dollar (\$10.00) par value per share.

ARTICLE V - ADDRESS

The initial registered office of this Corporation is 3109 Tamlami Trail, Unit #2, Port Charlotte, Florida 33592. The initial registered agent at such address is Joseph DeLuca, D.O..

ARTICLE VI - DIRECTOR

The name and address of the director of the Corporation shall be:

NAME

ADDRESS

JOSEPH DELUCA, D.O.

3109 Tamiami Trail, Unit #2 Port Charlotte, Florida 33592

ARTICLE VII - SUBSCRIBER

The name and street address of the incorporator of this Corporation is as follows:

NAME

ADDRESS

JOSEPH DELUCA, D.O.

3109 Tamiami Trail, Unit #2 Port Charlotte, Florida 33592

IN WITNESS WHEREOF, the undersigned subscriber has executed the foregoing Articles of Incorporation this April day of March, 1998.

Joseph De Luca, DO. Director

2.

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EMPIRE CORPORATE KIT

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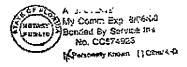
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STATE OF FLORIDA

COUNTY OF DADE

Before me personally appeared Joseph DeLuca, D.O. personally known to me ar produced
identification (type) ______ and who executed the foregoing Articles of
Incorporation, and acknowledged before me that he executed the same for the purposes therein expressed.

Witness my hand and official seal in the County and State named this 2 20 day of March, 1998.



NOTARY PUBLIC STATE OF FLORIDA AT LARGE

My Commission Expires:

CERTIFICATE DESIGNATING PLACE OF BUSINESS OR DOMICILE FOR THE SERVICE OF PROCESS WITHIN FLORIDA NAMING AGENT UPON WHOM PROCESS MAY BE SERVED

In compliance with section 48.091, Florida Statutes, the following is submitted:

FIRST, that MEDICAL CENTERS 2000, INC., desiring to organize or qualify under the laws of the State of Florida, with its principal place of business in the City of Port Charlotte, State of Florida, has named JOSEPH DELUCA, D.O. located at 3109 Tamiami Trail, Unit #2, City of Port Charlotte, State of Florida, as its agent to accept service of process within Florida.

Signature Joseph De Luca 100 (Corporate officer)

3.

HOPPECCOOPEH

H98000004494

Title PRESIDENT

Having been named to accept service of process for the above stated corporation, at the place designated in this Certificate, I hereby agree to act in this capacity, and I further agree to comply with the provisions of all statutes relative to the proper and complete performance of my duties.

Signature

nate

MARCH 2, 1998

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