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FROM: HENDERSON, FRANKLIN, STARNES & HOLT, P.A. ACCT#: 075410002172  
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NAME: GESIOTTO, HENRICKS, JACOBS, KORDONOWY AND SI  
AUDIT NUMBER.....H98000005920  
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ARTICLES OF INCORPORATION  
OF  
GESIOTTO, HENRICKS, JACOBS, KORDONOWY AND SIMMONS, MDS, P.A.

The undersigned subscribers to these Articles of Incorporation, each a natural person competent to contract, and each of whom are licensed or otherwise legally authorized to render the professional services herein described, hereby associate themselves together to form GESIOTTO, HENRICKS, JACOBS, KORDONOWY AND SIMMONS, MDS, P.A., a professional service corporation under Chapter 621 of the Laws of the State of Florida.

ARTICLE I. NAME AND ADDRESS

The name of the corporation is GESIOTTO, HENRICKS, JACOBS, KORDONOWY AND SIMMONS, MDS, P.A. The principal business address of the corporation is 12631 Whitehall Drive, Fort Myers, Florida 33907.

ARTICLE II. NATURE OF BUSINESS

This corporation may engage in each and every aspect of the general practice of internal medicine but only through its officers, employees and agents who are duly licensed or otherwise legally authorized to render such professional services; and engage in any and every other activity permitted from time to time for a corporation so formed to engage in.

ARTICLE III. CAPITAL STRUCTURE

The maximum number of shares of stock that this corporation is authorized to have outstanding at any one time is Ten Thousand (10,000) shares of common stock of the same class each having a par value of One Dollar (\$1.00). The stockholders shall have no preemptive rights with respect to the stock of the corporation, and the corporation may issue and sell its stock from time to time without first offering such shares to the then stockholders.

Prepared by: Theresa M. Kolish, Esquire  
Florida Bar No.: 0012173  
1715 Monroe Street  
Fort Myers, Florida 33901  
(941) 334-4121

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#### ARTICLE IV. TERM OF EXISTENCE

This corporation shall commence upon the filing of these Articles and shall have perpetual existence thereafter.

#### ARTICLE V. DIRECTORS

The business and the affairs of this corporation shall be managed by a Board of Directors, which shall be elected by the shareholders and serve as provided in the Bylaws. The number of the members of the Board of Directors may either be increased or decreased from time to time by the Bylaws but shall never be less than one (1). The corporation shall have five (5) directors initially, and the names and addresses of the initial directors are as follows:

<u>Name</u>	<u>Address</u>
ERNEST J. GESIOTTO, M.D.	12631 Whitehall Drive Fort Myers, Florida 33907
DOUGLAS G. HENRICKS, M.D.	12631 Whitehall Drive Fort Myers, Florida 33907
ALLEN T. JACOBS, M.D.	12631 Whitehall Drive Fort Myers, Florida 33907
RAYMOND W. KORDONOWY, M.D.	12631 Whitehall Drive Fort Myers, Florida 33907
ROB D. SIMMONS, M.D.	12631 Whitehall Drive Fort Myers, Florida 33907

#### ARTICLE VI. INITIAL REGISTERED AGENT AND OFFICE

The name of the initial registered agent of the corporation at its initial registered office and the street address of its initial registered office is as follows:

<u>Name</u>	<u>Address</u>
ROB D. SIMMONS, M.D.	12631 Whitehall Drive Fort Myers, Florida 33907

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ARTICLE VII. INCORPORATORS

The name and address of the person signing these Articles of Incorporation is as follows:

Name

Address

ROB D. SIMMONS, M.D.

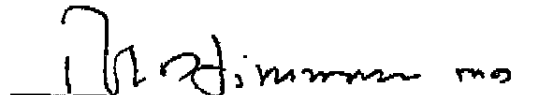
12631 Whitehall Drive  
Fort Myers, Florida 33907

IN WITNESS WHEREOF, the person executing these Articles of Incorporation has caused his hand and seal to be set this 26th day of March, 1998.

  
\_\_\_\_\_  
ROB D. SIMMONS, M.D.

ACCEPTANCE OF DESIGNATION AS REGISTERED AGENT

Having been named to accept service of process for this corporation, at the place designated in this certificate, I hereby accept the appointment, understand my duties as registered agent, and agree to act in this capacity and to comply with the provisions of Chapter 48.091, Florida Statutes, relative to keeping open said office.

  
\_\_\_\_\_  
ROB D. SIMMONS, M.D., Registered Agent

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