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March 31, 1998

VIA FEDERAL EXPRESS

Secretary of State of Florida
Division of Corporations
409 East Gaines Street
Tallahassee, Florida 32399

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***127.50 ***127.50

Re: Articles of Incorporation of Dale G. Salatich, M.D., P.A.

Dear Sir/Madam:

Enclosed herewith please find one original and one copy of Articles of Incorporation of Dale G. Salatich, M.D., P.A. Please also find enclosed our firm's check in the amount of \$127.50. Please return a certified copy of the articles to the undersigned.

Best regards.

Sincerely,

FOWLER, BARICE, FEENEY & O'QUINN, P.A.


James A. Dozier, Paralegal

/jd
Enclosure

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLES OF INCORPORATION OF DALE G. SALATICH, M.D., P.A.

The undersigned, Michael A. U. O'Quinn, acting as incorporator of DALE G. SALATICH, M.D., P.A., under the Florida Business Corporation Act, adopts the following Articles of Incorporation:

ARTICLE I NAME

The name of the corporation is:

DALE G. SALATICH, M.D., P.A.

ARTICLE II PRINCIPAL OFFICE AND INITIAL REGISTERED AGENT

The address of the corporation's principal office is 1803 Park Center Drive, Suite 110, Orlando, Florida 32835. The name of the initial registered agent of the corporation is Michael A. U. O'Quinn, FOWLER, BARICE, FEENEY & O'QUINN, P.A., 28 West Central Blvd., 4th Floor, Orlando, Florida 32801.

ARTICLE III DURATION

The period of the corporation's duration shall be perpetual or until dissolved on a vote of the shareholders as provided in these articles.

ARTICLE IV PURPOSE

The purpose of the corporation is to:

- a. To engage in the practice of medicine as a professional corporation and to own and operate a medical clinic for the purpose of providing medical care and treatment.
- b. To own promote medical, surgical and scientific research and knowledge; to furnish related laboratory and clinical services; and to own real and personal property, enter into contracts and engage in any lawful business necessary for the rendering of the professional medical services.
- c. To do everything necessary, proper or convenient to accomplish any of the purposes set forth in these articles, and to do every other act incidental to the corporate purposes

STATE OF FLORIDA
TALLAHASSEE, FLORIDA

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which is not forbidden by Florida laws or by the provisions of these articles of incorporation.

The purposes of this corporation shall be carried out only through officers, employees or agents, each of whom is licensed or otherwise legally qualified to render professional medical services in the State of Florida.

ARTICLE V **CAPITAL STOCK**

The total number of shares of stock which the corporation shall be authorized to issue or have outstanding at any one time is 1000 shares. These shares shall be of a single class of common stock, and shall have a par value of \$1.00 per share.

ARTICLE VI **CORPORATE POWERS**

The corporation shall have all the rights and powers now or subsequently conferred on professional corporations by the laws of the State of Florida.

ARTICLE VII **INCORPORATORS**

The name and street address of the incorporator is:

Michael A. U. O'Quinn
28 West Central Boulevard
Fourth Floor
Orlando, Florida 32801

ARTICLE VIII **DIRECTORS**

The corporation is to be managed by a board of directors. The number of directors constituting the initial board of directors is one, and the name and address of the initial director is:

Dale G. Salatich, M.D.
1803 Park Center Drive
Suite 110
Orlando, Florida 32835

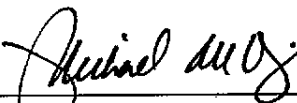
The initial director shall hold office until successor(s) are elected and qualified as provided in the bylaws. Then, the term of office of each director shall be one year and until the election

and qualification of a successor. The number of directors set forth in these articles and constituting the initial board of directors shall be the authorized number of directors until that number is changed by a bylaw duly adopted by the shareholders.

ARTICLE IX
BYLAWS

The initial director shall submit the proposed bylaws to the shareholders at a meeting to be held for that purpose not more than 60 days following the issuance of the Certificate of Incorporation. Following the adoption of bylaws by the affirmative vote of three fourths of the shareholders, the internal affairs of the corporation are to be regulated and managed in accordance with the bylaws.

The undersigned incorporator of this corporation, has executed these articles of incorporation at Orlando, Orange County, Florida this 22 day of March, 1998.

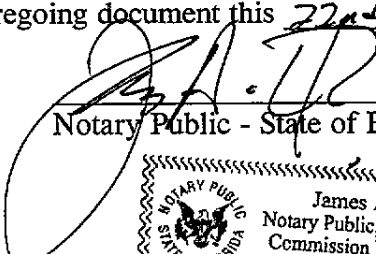


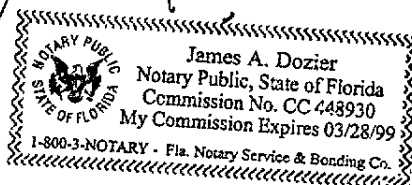
Michael A. U. O'Quinn, Incorporator

STATE OF FLORIDA

COUNTY OF ORANGE

Before me, the undersigned authority, personally appeared Michael A. U. O'Quinn, to me personally known, who executed the foregoing document this 22nd day of March, 1998.


Notary Public - State of Florida



**CERTIFICATE OF DESIGNATION
OF
REGISTERED AGENT**

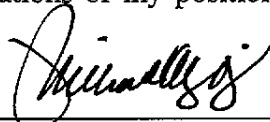
Pursuant to Sections 48.091 and 607.0501, Florida Statutes, the follow is submitted:

That DALE G. SALATICH, M.D., P.A., desiring to organize under the laws of the State of Florida with its initial registered office, as indicated in the Articles of Incorporation, 1803 Park Center Drive, Suite 110, Orlando, Florida 32835, has named Michael A. U. O'Quinn, Esquire, FOWLER, BARICE, FEENEY & O'QUINN, P.A., 28 West Central Blvd., 4th Floor, Orlando, Florida 32801, as its agent to accept service of process within the State of Florida.

ACKNOWLEDGMENT

Having been named as registered agent to accept service of process for the corporation named above, at the place designated in this certificate, I hereby accept the appointment as registered agent and agree to act in that capacity. I further agree to comply with the provisions of all statutes relating to the proper and complete performance of my duties, and I am familiar with and accept the obligations of my position as registered agent.

Dated this 22 day of March, 1998



Michael A. U. O'Quinn, Esquire
Registered Agent

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TALLAHASSEE, FLORIDA