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MEDICAL OFFICES OF FRANK E. GUTIERREZ, M.D., P.A.  
3075 E. COMMERCIAL BLVD., #101  
FT. LAUDERDALE, FLORIDA 33308

March 27, 1998

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

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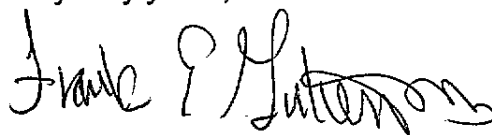
Gentlemen:

Per your request, enclosed please find the new Articles of Incorporation for the Medical Offices of Frank E. Gutierrez, M.D., P.A.

My office address is 3075 E. Commercial Boulevard, Suite 101, Ft. Lauderdale, Florida 33308, and my daytime phone number is (954) 771-2120.

If I can be of any further assistance to you, please do not hesitate to contact me.

Very truly yours,



Frank E. Gutierrez, M.D.

SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

98 APR - 6 AM 10:47

FILED

CB  
4-6-98



**ARTICLES OF INCORPORATION**  
**OF**  
**MEDICAL OFFICES OF FRANK E. GUTIERREZ, M.D., P.A.**

The undersigned, for the purpose of forming a corporation, adopts the following Articles of Incorporation:

**ARTICLE I**

NAME

The name of the corporation is Medical Offices of Frank E. Gutierrez, M.D., P.A., and its address is 3075 E. Commercial Blvd., #101, Ft. Lauderdale, Florida 33308.

**ARTICLE II**

DURATION

The duration of the corporation is perpetual.

**ARTICLE III**

PURPOSE

The specific purpose for which the corporation is organized is the practice of medicine.

**ARTICLE IV**

AUTHORIZED SHARES

The aggregate number of shares which the corporation is authorized to issue is 1,000. Such shares shall be of a single class, and shall have a par value of One Dollar (\$1.00) per share.

## ARTICLE V

### REGISTERED OFFICE AND AGENT

The street address of the initial registered office of the corporation is 3075 E. Commercial Blvd., #101, Ft. Lauderdale, Florida 33308, and the name of its initial registered agent at such address is Frank E. Gutierrez.

## ARTICLE VI

### DIRECTORS

The number of directors constituting the board of directors of the corporation shall be determined in accordance with the By-Laws, but shall not be less than one. The number of directors constituting the initial board of directors is one (1). The name and address of the person who is to serve as the member of the initial board of directors is:

Frank E. Gutierrez  
3075 E. Commercial Blvd., #101  
Ft. Lauderdale, Florida 33308

## ARTICLE VII

### INCORPORATOR

The name and address of the incorporator is:

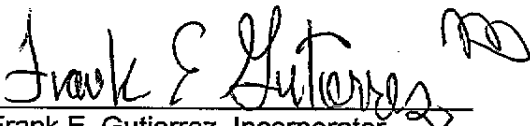
Frank E. Gutierrez  
3075 E. Commercial Blvd., #101  
Ft. Lauderdale, Florida 33308

## ARTICLE VIII

### INDEMNIFICATION

The corporation shall indemnify each director, officer and shareholder of the corporation against any and all liability and expenses incurred by him in connection with or arising out of any action, suit or proceeding in which he may be involved, by reason of his being or having been an officer, director or shareholder of the corporation to the full extent permitted by the laws of the State of Florida.

Executed by the undersigned on the 20 day of March 1998.

  
Frank E. Gutierrez, Incorporator

**ACKNOWLEDGEMENT OF APPOINTMENT OF REGISTERED AGENT**

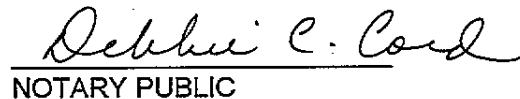
Having been named the registered agent for the above corporation at the place designated in the foregoing Articles of Incorporation, I hereby accept the same and agree to act in this capacity, and agree to comply with the provisions of Florida law relative to keeping the registered office open.

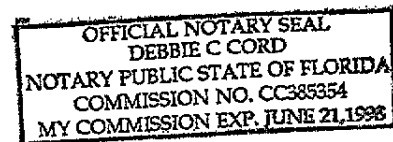
  
Frank E. Gutierrez,  
Registered Agent

STATE OF FLORIDA  
COUNTY OF BROWARD

Before me this day personally appeared **Frank E. Gutierrez** who, being duly sworn, executed the foregoing instrument, and acknowledged the same to be his free act and deed.

WITNESS my hand and official seal, this 20 day of March 1998.

  
NOTARY PUBLIC



Produced FL D/L

# G 362-265-42-131-0

**FILED**  
98 APR -6 AM 10:47  
CLERK OF STATE  
TALLAHASSEE, FLORIDA