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**SECRETARY OF STATE
TALLAHASSEE, FLORIDA**

**ARTICLES OF INCORPORATION
OF
CORAL REEF MEDICAL SPECIALISTS, P. A.**

ARTICLE I - NAME

The name of the corporation shall be CORAL REEF MEDICAL SPECIALISTS,
P. A.

ARTICLE II - LOCATION

The location and mailing address of the principal place of business shall be 7995
Overseas Highway, Marathon, Florida 33050.

ARTICLE III - DURATION

This corporation shall have perpetual existence commencing on the date of this
filing of these Articles with the Department of State.

ARTICLE IV - PURPOSE

This corporation is organized for the purpose of transacting any or all lawful
business as physicians.

ARTICLE V - CAPITAL STOCK

This corporation is authorized to issue 1000 shares of One Dollar (\$1.00) par
value common stock which shall be designated as "Common Shares."

ARTICLE VI - AMOUNT OF CAPITAL

The amount of capital before beginning business shall be at least Five Hundred
and 00/100 (\$500.00) Dollars.

ARTICLE VII - PRE-EMPTIVE RIGHTS

Every shareholder, upon the sale for cash of any new stock of this corporation, shall have the right to purchase his or her pro-rata share thereof (as nearly as may be done without issuance of fractional shares) at the price at which it is offered to others.

ARTICLE VIII - INITIAL REGISTERED OFFICE AND AGENT

The Registered Agent for this corporation shall be Thomas D. Wright and the Registered Address for this Corporation shall be 10095 Overseas Highway, Suite 10, Marathon, Florida 33050.

ARTICLE IX - DIRECTORS

The corporation shall have one (2) directors initially. The number of directors may be either increased or decreased from time to time as provided in the Bylaws of the Corporation, but shall never be less than one (1), nor more than three (3).

ARTICLE X - NAMES OF DIRECTORS AND OFFICERS

The names and addresses of the first Board of Directors and Officers, who, subject to the provisions of the Articles of Incorporation, Bylaws and the General Laws of the State of Florida shall hold office for the first year of the corporation's existence or until their successors shall be duly elected and qualified, are:

Duane L. Birky, M.D., President, Treasurer
7995 Overseas Highway, Marathon, Florida 33050

Jacy L. Retz, M.D., Secretary, Vice President
7995 Overseas Highway, Marathon, Florida 33050

ARTICLE XI - INCORPORATOR

The name and address of the person signing these articles of incorporation as an incorporator is: Duane L. Birky, 7995 Overseas Highway, Marathon, Florida 33050.

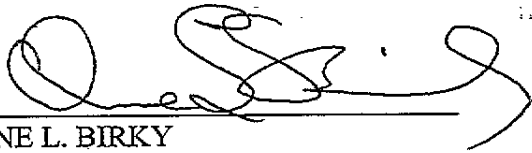
ARTICLE XII - INDEMNIFICATION

The corporation shall indemnify any Officer or Director or any former officer or director, to the full extent permitted by law.

ARTICLE XIII - AMENDMENT

This corporation reserves the right to amend or repeal any provision contained in these Articles of Incorporation, or any amendment hereto, by a majority vote of the Board of Directors, and any right conferred upon the shareholders is subject to this reservation.

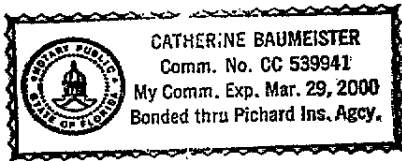
IN WITNESS WHEREOF, the undersigned Incorporator has executed these Articles of Incorporation on the 27th day of April, 1998.



DUANE L. BIRKY

STATE OF FLORIDA
COUNTY OF MONROE

BEFORE ME, the undersigned authority duly authorized to administer oaths and take acknowledgments, personally appeared DUANE L. BIRKY, who, after being by me first duly sworn and cautioned, deposed and said that he read the foregoing Articles of Incorporation, that the statements contained therein are true and correct for the purposes therein expressed and that this is his free and voluntary act and deed.

SWORN TO AND SUBSCRIBED before me this 27th day of April, 1998.




Notary Public, State of Florida

Having been named to accept service of process for CORAL REEF MEDICAL SPECIALISTS, P. A. at the place designated in its articles of incorporation, I agree to act in this capacity and to comply with the provisions of Section 607.0505 of the Florida Statutes.

Dated this 27th day of April, 1998.


THOMAS D. WRIGHT, Registered Agent

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