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TO: DIVISION OF CORPORATIONS

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CONTACT: THERESIA WESTBROOK
PHONE: (813)229-2300

ACCT#: 071344001620

FAX #: (813)221-4210

NAME: PULMONARY MANAGEMENT SERVICES, INC.

AUDIT NUMBER.....H98000008754

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

CERT. OF STATUS..0

PAGES..... 3

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**ARTICLES OF INCORPORATION
OF
PULMONARY MANAGEMENT SERVICES, INC.**

Pursuant to the Florida Business Corporation Act, the undersigned incorporator of Pulmonary Management Services, Inc., a Florida corporation (the "Corporation"), hereby adopts the following Articles of Incorporation for the Corporation:

**ARTICLE I
NAME AND ADDRESS**

The name of the Corporation is Pulmonary Management Services, Inc. The Corporation's principal office and mailing address is 2655 Pebble Beach Drive, Clearwater, Florida 33761.

**ARTICLE II
BUSINESS AND ACTIVITIES**

The Corporation may, and is authorized to, engage in any activity or business now or hereafter permitted under the laws of the United States and of the State of Florida.

**ARTICLE III
CAPITAL STOCK**

The Corporation is authorized to issue 10,000 shares of Common Stock having a par value of \$1.00 per share.

**ARTICLE IV
REGISTERED OFFICE AND REGISTERED AGENT**

The street address of the Corporation's registered office is 200 Laura Street, Jacksonville, Florida 32202, and its agent for service of process at such office is F&L Corp.

**ARTICLE V
INITIAL BOARD OF DIRECTORS**

The Corporation shall have two directors, initially. The number of directors may be increased or decreased from time to time by the Board of Directors in accordance with the Corporation's Bylaws. The names and addresses of the initial directors of the Corporation are:

Prepared by: Susan Greco Tuttle, Esq.
Foley & Lardner
100 N. Tampa Street, Suite 2700
Tampa, FL 33602
(813) 229-2300
Fla. Bar No. 326038

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TALLAHASSEE FLORIDA

Name

Address

Marcella Rosales

2655 Pebble Beach Drive
Clearwater, FL 33761

Robert Rubenstein

5400 Los Palos Drive
New Port Richey, FL 34655-1268

**ARTICLE VI
INCORPORATOR**

The Corporation's incorporator is Susan Greco Tuttle, 100 North Tampa Street, Suite 2700, Tampa, Florida 33602.

IN WITNESS WHEREOF, the undersigned incorporator of the Corporation has, in accordance with the Florida Business Corporation Act, executed these Articles of Incorporation effective as of May 8, 1998.



Susan Greco Tuttle, Incorporator

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ACKNOWLEDGMENT OF REGISTERED AGENT

The undersigned, having been designated to accept service of process for Pulmonary Management Services, Inc. at the place indicated in the foregoing Articles of Incorporation, does hereby accept the appointment as registered agent and does hereby acknowledge that the undersigned is familiar with and accepts the obligations of such position as set forth in the Florida Business Corporation Act.

Executed this 8 day of May, 1998.

F&L CORP.

By: 

Martin A. Traber, as Agent

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