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ACCT#: 105256001620

CONTACT: RICHARD OSTER

PHONE: (608)251-6600

FAX #: (608)251-6907

NAME: OSBORNE AND SPENCE MD PA

AUDIT NUMBER.....H98000012166

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

CERT. OF STATUS..1 PAGES..... 1

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

**ARTICLES OF INCORPORATION
OF
Osborne and Spence MD PA**

The undersigned incorporator, for the purpose of forming a corporation under the Florida business Corporation Act, hereby adopts the following Articles of Incorporation.

ARTICLE I NAME

The name of the corporation shall be: Osborne and Spence MD PA

ARTICLE II PRINCIPAL OFFICE

The principal place of business and mailing address of this corporation shall be: 8740 N. Kendall Drive, Miami, FL 33132

ARTICLE III PURPOSE

The purpose of the corporation is to operate a medical practice.

ARTICLE IV SHARES

The number of shares of stock that this corporation is authorized to have outstanding at any one time is 2,000. The par value of each share of stock is \$.01.

ARTICLE V INITIAL REGISTERED AGENT & STREET ADDRESS

The name and address of the initial registered agent is: Mark Spence, 1717 N. Bayshore Drive PD40, Miami, FL 33132

ARTICLE VI INCORPORATOR

The name and street address of the incorporator to these Articles of Incorporation is Richard Oster, 214 N. Henry Street, Suite 201, Madison, WI 53703.

ARTICLE VII INITIAL DIRECTORS

The initial directors of the corporation is:
Roberto A. Osborne, 1717 N. Bayshore Drive PD40, Miami, FL 33132
Mark Spence, 1717 N. Bayshore Drive PD40, Miami, FL 33132

The undersigned incorporator has executed these Articles of Incorporation this 4th day of June, 1998

The document was prepared by: 
Richard Oster, 214 N. Henry Street, Suite 201, Madison, WI 53703. 608-251-6600

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CERTIFICATE OF DESIGNATION OF REGISTERED
AGENT/REGISTERED OFFICE

PURSUANT TO THE PROVISIONS OF SECTION 607.0501, FLORIDA STATUTES,
THE UNDERSIGNED CORPORATION, ORGANIZED UNDER THE LAWS OF THE
STATE OF FLORIDA, SUBMITS THE FOLLOWING STATEMENT IN
DESIGNATING THE REGISTERED OFFICE/REGISTERED AGENT, IN THE
STATE OF FLORIDA.

The name of the corporation is: Osborne and Spence MD PA

The name and address of the registered agent and office is: Mark Spence, 1717 N.
Bayshore Drive, Miami, FL 33132

Having been named as registered agent and to accept service of process for the above
stated corporation at the place designated in this certificate, I hereby accept the
appointment as registered agent and agree to act in this 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.

Signature: _____

Mark Spence

Date _____

6/15/98

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