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LORETTA WADE  
BOOKKEEPING & TAX SERVICES  
123 E. Chapman Road  
Lutz, FL 33549  
(813) 962-0684

June 15, 1998

Corporate Records Bureau  
Division of Corporations  
Department of State  
P. O. Box 6327  
Tallahassee, FL 32314

800002582678--7  
-07/08/98--01036--008  
\*\*\*\*\*78.75 \*\*\*\*\*78.75

Dear Sirs:

Enclosed are the Articles of Incorporation of:

MEDICAL CENTERS OF TAMPA BAY, INC.

Enclosed is a check in the amount of \$78.75. This should cover the following breakdown: Filing Fees \$35.00, Registered Agent \$35.00 and Certificate-Under-Seal \$8.75.

If you should have any question regarding this information, please feel free to call Loretta Wade at the above number. Please forward all correspondence on this matter to the above address.

Sincerely,

*Loretta Wade*

Loretta Wade

Enclosures:  
Articles of Incorporation  
Check # 2294

FILED  
98 JUL -8 AM 10:35  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

JN 7-9-98

ARTICLES OF INCORPORATION  
OF  
MEDICAL CENTERS OF TAMPA BAY, INC.

FILED  
98 JUL -8 AM 10:35  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

The undersigned, for the purpose of forming a corporation under the provisions of the statutes of the State of Florida, does hereby adopt the following Articles of Incorporation.

ARTICLE I. NAME

The name of this corporation is MEDICAL CENTERS OF TAMPA BAY, INC.

ARTICLE II. DURATION

This corporation shall have a perpetual existence.

ARTICLE III. PURPOSE

To engage in Medical Services including Consultations, Diagnosis, Treatments, Pain Management and General Rehabilitation and to transact any lawful business for which corporations may be incorporated under the statutes of the State of Florida or to engage in any trade or business which, in the opinion of the Board of Directors of the corporation, can be advantageously carried on in connection with any lawful purpose or business endeavor that the corporation may elect to undertake.

To do any and all other things as are incidental, desirable or necessary in order to accomplish any or all of the foregoing purposes of the corporation.

ARTICLE IV. CAPITAL STOCK

The aggregate number of shares which the corporation is authorized to issue is 99 (Ninety Nine) shares of stock having a par value of One Dollar (\$1.00). All shares of stock shall be designated as common shares.

ARTICLE V. REGISTERED OFFICE AND REGISTERED AGENT

The street address of the initial principal office of this corporation is 2802 W. Waters Avenue, Tampa, FL 33614. The mailing address is the same. The name and street address of the initial registered agent of this corporation is Keith Titus, 13006 Prestwick Drive, Riverview, FL 33569.

#### ARTICLE VI. DIRECTORS

All corporate powers shall be exercised by and under the authority of, and the business and affairs of the corporation shall be managed under the direction of, the board of directors.

The board of directors of the corporation shall consist of three (3) members, initially. The number of directors may be increased from time to time as provided for in the By-Laws. The initial directors shall be as follows:

Keith Titus  
13006 Prestwick Drive  
Riverview, FL 33569

Jeffrey Friedlander  
16408 Northdale Oakes Drive  
Tampa, FL 33624

Troy Wubben  
720 Woodmont Drive  
Tarpon Springs, FL 34689

#### ARTICLE VII. INCORPORATORS

The name and street address of the incorporators of the Articles of Incorporation are:

Keith Titus  
13006 Prestwick Drive  
Riverview, FL 33569

Jeffrey Friedlander  
16408 Northdale Oakes Drive  
Tampa, FL 33624

Troy Wubben  
720 Woodmont Drive  
Tarpon Springs, FL 34689

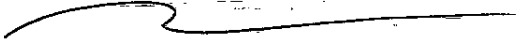
#### ARTICLE VIII. AMENDMENT

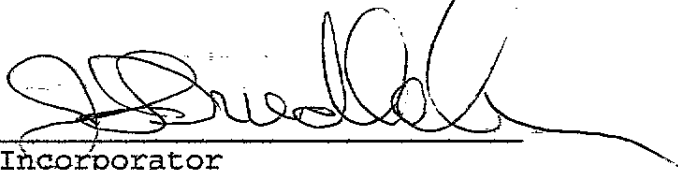
The Articles of Incorporation may be amended in the manner provided by law. Every amendment shall be approved by the Board of Directors, proposed to them to the Shareholders, and approved at a Shareholder's meeting by a majority of the shareholders entitled to vote thereof, unless all of the Directors and all of the Shareholders sign a written statement manifesting their intention that a certain amendment of these Articles of Incorporation be made.

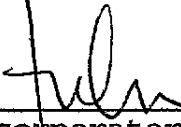
#### ARTICLE IX. BY-LAWS

The power to adopt, alter, amend or repeal By-Laws shall be vested in the Board of Directors and Shareholders.

IN WITNESS WHEREOF, The undersigned Incorporators have executed these Articles of Incorporation for the uses and purposes herein stated this 25<sup>th</sup> day of June, 1998.

  
Incorporator & Registered Agent  
KEITH TITUS  
13006 Prestwick Drive  
Riverview, FL 33569

  
Incorporator  
JEFFREY FRIEDLANDER  
16408 Northdale Oaks Drive  
Tampa, FL 33624

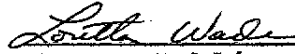
  
Incorporator  
TROY WUBBENA  
720 Woodmont Drive  
Tarpon Springs, FL 34689

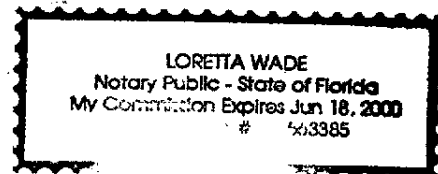
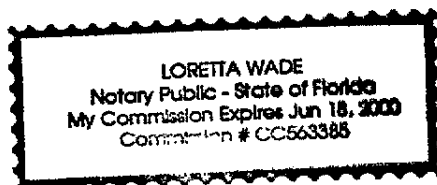
STATE OF FLORIDA  
COUNTY OF HILLSBOROUGH

I HEREBY CERTIFY that on this day before me, a Notary Public, duly authorized to take acknowledgments, personally appeared, as incorporators, Keith Titus,

Troy Wubbena, and Troy Wubbena to me personally known to be the persons described, ~~or who have produced a Florida license as identification,~~ and who executed the foregoing Articles of Incorporation.

WITNESSED MY HAND and official seal at Tampa, Hillsborough County, Florida this 25<sup>th</sup> day of June, 1998.

  
Notary Public, State of Florida  
My Commission Expires: June 18, 2000  
My Commission Number: CC563385



CERTIFICATE DESIGNATING REGISTERED OFFICE  
FOR THE SERVICE OF PROCESS WITH THE STATE  
NAMING REGISTERED AGENT UPON WHOM  
PROCESS MAY BE SERVED

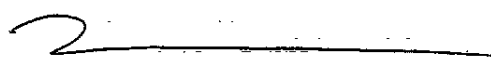
In pursuance of Florida Statutes, the following is submitted:

That MEDICAL CENTERS OF TAMPA BAY, INC., desiring to organize under the laws of the State of Florida with its principal office, as indicated in the Articles of Incorporation, at the City of Riverview, County of Hillsborough, State of Florida, has named KEITH TITUS as its agent to accept service of process within the state. --

Having been named to accept service of process for the above named corporation, at a place designated in the Certificate, I hereby accept to act in this capacity, and agree to comply with the provisions of this act relative to keeping open said office.

PRINCIPAL OFFICE ADDRESS:  
2802 W. Waters Avenue  
Tampa, FL 33569

MAILING ADDRESS:  
Same

  
\_\_\_\_\_  
Registered Agent  
KEITH TITUS  
13006 Prestwick Drive  
Riverview, FL 33569

Dated

6-25-91

FILED  
98 JUL -8 AM 10:35  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA