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EMPIRE CORPORATE KIT

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TO: DIVISION OF CORPORATIONS

FAX #: (850)922-4001

FROM: EMPIRE CORPORATE KIT COMPANY
CONTACT: RAY STORMONT
PHONE: (305)541-3694

ACCT#: 072450003255

FAX #: (305)541-3770

NAME: JOEL L. ROSKIND, M.D., F.A.C.S., P.A.

AUDIT NUMBER.....H98000014401

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

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FLORIDA DEPARTMENT OF STATE
Sandra B. Mortham
Secretary of State

August 4, 1998

EMPIRE

SUBJECT: JOEL L. ROSKIND, M.D., F.A.C.S., P.A.
REF: W98000017671

We received your electronically transmitted document. However, the document has not been filed. Please make the following corrections and refax the complete document, including the electronic filing cover sheet.

THE PURPOSE NEEDS TO BE MORE SPECIFIC. WHAT KIND OF MEDICAL SERVICES?

If you have any further questions concerning your document, please call (850) 487-6931.

Becky McKnight
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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

H98000014401

**ARTICLES OF INCORPORATION
OF****Joel L. Roskind, M.D., F.A.C.S., P.A.**

The undersigned incorporator(s), for the purpose of forming a Professional Service Corporation under Chapter 621 of the Florida Statutes, hereby adopt(s) the following Articles of Incorporation.

ARTICLE I NAME

The name of the corporation shall be:

Joel L. Roskind, M.D., F.A.C.S., P.A.

ARTICLE II DURATION

This corporation should have perpetual existence commencing on August 3, 1998.

ARTICLE III PRINCIPAL OFFICE

The principal place of business and mailing address of this corporation shall be: 7400 N. Kendall Drive, Suite 518, Miami, Florida 33156.

ARTICLE IV PURPOSE

The purpose of this corporation is to provide any or all professional services which may be performed by physicians.

The corporation's purpose also includes everything necessary or proper for the accomplishment of the foregoing, including without limitation investing the funds of the Corporation in real estate, mortgages, stocks, bonds, or any other type of investments, and owning such real or personal property for the rendering of said professional services.

The forgoing enumeration of specific purposes shall not be held to limit or restrict in any manner the objects, purposes or capacity of the Corporation otherwise permitted by law.

RAY STORMONT
EMPIRE CORPORATE KIT COMPANY
1492 West Flagler Street #200
Miami, Florida 33135-2200
(305) 541-3684

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ARTICLE V CAPITAL STOCK

The number of shares of stock that this corporation is authorized to have outstanding at any one time is: 100 shares having an individual par value of \$ 1.00.

ARTICLE VI INITIAL REGISTERED AGENT AND ADDRESS

The name and address of the initial registered agent is: Joel L. Roskind, M.D., Suite 518, 7400 N. Kendall Drive, Miami, Florida 33156.

ARTICLE VII BOARD OF DIRECTOR(S)

The name and address of the initial board of directors shall be:

Joel L. Roskind
President/Director

7400 N. Kendall Drive, #518
Miami, Florida 33156

ARTICLE VIII INCORPORATOR(S)

The name and address of the incorporator(s) to these Articles of Incorporation shall be:

EMPIRE CORPORATE KIT OF AMERICA, INC.
1492 W. FLAGLER ST #200
MIAMI, FL 33135

The undersigned has(have) executed these Articles of Incorporation this 03rd day of August, 19 98.

Ray Stormont

Incorporator
Ray Stormont/President
Signing for
Empire Corporate Kit of America, Inc.

#98000014401

+98000014401

CERTIFICATE OF DESIGNATION
REGISTERED AGENT/REGISTERED OFFICE

HAVING BEEN NAMED AS REGISTERED AGENT AND TO ACCEPT SERVICE OF PROCESS FOR THE ABOVE STATED CORPORATION AT THE PLACE DESIGNATED IN THE ARTICLES OF INCORPORATION, 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.



REGISTERED AGENT

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TALLAHASSEE, FLORIDA

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