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CORPORATION NAME(S) AND DOCUMENT NUMBER(S) (if known):

Elliot M. Livstone MD PA

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AMENDMENTS	
<input type="checkbox"/>	Amendment
<input type="checkbox"/>	Resignation of R.A. Officer/Director
<input type="checkbox"/>	Change of Registered Agent
<input type="checkbox"/>	Dissolution/Withdrawal
<input type="checkbox"/>	Merger

Certificate of FICTITIOUS NAME

FICTITIOUS NAME SEARCH

CORP SEARCH

OTHER FILINGS	
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<input type="checkbox"/>	Fictitious Name
<input type="checkbox"/>	Name Reservation

REGISTRATION/QUALIFICATION	
<input type="checkbox"/>	Foreign
<input type="checkbox"/>	Limited Partnership
<input type="checkbox"/>	Reinstatement
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98 AUG 14 PM 12: 22
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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AUG 14 1998

ARTICLES OF INCORPORATION
OF
ELLIOT M. LIVSTONE, M.D., P.A.

FILED
98 AUG 14 PM 12:22
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The undersigned, acting as incorporator of a Florida corporation under the Florida Business Corporation Act, Chapter 607, Florida Statutes, and the Professional Service Corporation Act, Chapter 621, Florida Statutes, hereby adopts the following Articles of Incorporation for such Corporation:

ARTICLE I – NAME

The name of the Corporation is: ELLIOT M. LIVSTONE, M.D., P.A.

ARTICLE II – PRINCIPAL OFFICE

The address of the Corporation's principal office is 1515 S. Osprey Avenue, Suite C-11, Sarasota, FL 34239.

ARTICLE III - PURPOSES

The purposes for which this Corporation is organized are as follow:

1. To acquire, establish, own, maintain, manage, operate, conduct, carry on and engage in the practice of medicine and to make any and all investments and/or own any and all property in the United States or elsewhere authorized or permitted by Chapter 621, Florida Statutes.

2. In the course or furtherance of such practice of medicine, to invest funds in real estate, mortgages, stocks, bonds or any other investments of any conceivable type whatsoever, and to own any real or personal property necessary or incidental to such practice of medicine.

3. In general, to do and perform any and all acts and things whatsoever which may be or become necessary, desirable, proper, convenience, connected with or related or incident to the foregoing purposes or powers but which are not forbidden by the laws of the State of Florida; provided, however, that this Corporation shall not do any act or thing in conflict with any laws of the State of Florida applicable to the practice of medicine.

ARTICLE IV - CAPITAL STOCK

The Corporation is authorized to issue five thousand (5,000) shares of common stock, having a par value of One Cent (\$.01) per share.

ARTICLE V - PREEMPTIVE RIGHTS

Every shareholder, upon the sale for cash of any new stock of this Corporation of the same kind, class or series as that which he already holds, shall have the right to purchase his prorata share thereof (as nearly as may be done without issuance of fractional shares) at the price for which it is offered to others.

ARTICLE VI - INITIAL REGISTERED OFFICE AND AGENT

The name and street address of the initial registered agent and office of the Corporation is T. Raymond Supplee, Supplee & Shea, 800 S. Osprey Avenue, Sarasota, FL 34236.

ARTICLE VII - INITIAL BOARD OF DIRECTORS

The Corporation shall have one (1) director initially. The number of directors may be either increased or decreased from time to time in accordance with the Bylaws of Corporation, but shall never be less than one. The names and addresses of the initial director of the corporation is:

Elliot M. Livstone, M.D. 5433 Exuma Place
Sarasota, FL 34233

ARTICLE VIII - INCORPORATOR

The name and address of the person signing these Articles of Incorporation is:

Elliot M. Livstone, M.D. 5433 Exuma Place
Sarasota, FL 34233

ARTICLE IX - BYLAWS

The power to adopt, alter, amend or repeal the Bylaws shall be vested in the shareholders and except to the extent limited by the shareholders, in the board of directors.

ARTICLE X - DURATION

The existence of this Corporation shall commence on the date of subscription and acknowledgment of these Articles, and shall be perpetual.

ARTICLE XI - STOCK TRANSFERABILITY

No stockholder of the Corporation may sell or transfer his or her shares in the Corporation except to another individual or entity who is eligible to be a stockholder of the Corporation under the laws of the State of Florida.

ARTICLE XII – STOCK OWNERSHIP

The Board of Directors shall require any officer, stockholder, agent, or employee of the corporation, who has been rendering professional medical services to the public and who becomes legally disqualified to render such professional medical services within the State of Florida, or who accepts employment that, pursuant to existing law, places restrictions or limitations upon his continuing to render such professional medical services, to sever all employment with, and financial interests in, the Corporation forthwith.

ARTICLE XIII - AMENDMENT

This Corporation reserves the right to amend, alter, change or repeal any provisions contained in these Articles of Incorporation, or any amendment hereto, in the manner now or hereafter prescribed by law, and any right conferred upon the stockholders is subject to this reservation.

ARTICLE XIV - RESTRICTION

No shares of this Corporation shall be issued except to an individual who is duly licensed to practice medicine in the State of Florida and who is a diplomat of the American Board of Gastroenterology.

ARTICLE XV – INDEMNIFICATION

The Corporation shall indemnify any officer or director to the full extent permitted by law.

IN WITNESS WHEREOF, the undersigned has executed these Articles of
Incorporation this 14th day of August, 1998.

Elliot M. Livstone, M.D.

Elliot M. Livstone, M.D.

Incorporator

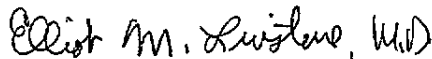
CERTIFICATE OF DESIGNATION
REGISTERED AGENT/REGISTERED OFFICE

FILED
98 AUG 14 PM 12: 22
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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

1. The name of the Corporation is: Elliot M. Livstone, M.D., P.A.
2. The name and address of the registered agent and office is:

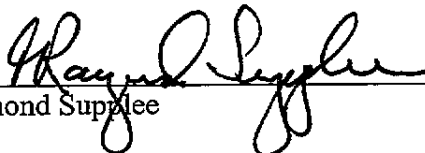
T. Raymond Supplee
Supplee & Shea
800 S. Osprey Avenue
Sarasota, FL 34236



Elliot M. Livstone, M.D., Incorporator

Dated: August 14, 1998

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 OBLIGATION OF MY POSITION AS REGISTERED AGENT.



T. Raymond Supplee

Dated: August 14, 1998