

KIRKPATRICK & LOCKHART LLP

MIAMI CENTER-20TH FLOOR
201 SOUTH BISCAYNE BOULEVARD
MIAMI, FLORIDA 33131-2399

TELEPHONE (305) 539-3364
FACSIMILE (305) 358-7005

JAN E. BLANK
(305) 539-3364
BLANCKJE@KL.COM

August 11, 1998

New Filings
Secretary of State of Florida/Corporations Division
409 East Gaines Street
Tallahassee, Florida 32399

100002614661--2
-08/13/98-01034-019
****122.50 ****122.50

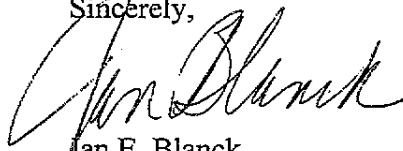
Re: Lane Phillips, D.O, P.A.

Ladies and Gentlemen:

Enclosed for filing with your office are Articles of Incorporation, in duplicate, prepared for the above-referenced Corporation. Also enclosed is our check in the amount of \$122.50 in payment of filing fees, registered agent fees and a certified copy of the Articles. Please return the Articles to me.

Thank you for your cooperation with this matter.

Sincerely,



Jan E. Blank,
Lawyer's Assistant to Steven Weinstein

FILED
98 AUG 13 AM 7:46
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

cc: Steven Weinstein, Esq.

MI-65139.01

TA-8/18/98

ARTICLES OF INCORPORATION

OF

LANE PHILLIPS, D.O., P.A.

The undersigned, acting as incorporator of LANE PHILLIPS, D.O., P.A., under the Florida Professional Service Corporation and Limited Liability Company Act ("FPSCLLA"), adopts the following Articles of Incorporation:

ARTICLE I

NAME

The name of the corporation (the "Corporation") is LANE PHILLIPS, D.O., P.A.

ARTICLE II

ADDRESS

The street address of this Corporation shall be 3063 NE 183 Lane, Aventura, FL 33160.

ARTICLE III

DURATION

The duration of the Corporation shall be perpetual.

ARTICLE IV

PURPOSE

The purpose of the Corporation shall be to engage in the practice of osteopathy

ARTICLE V

CAPITAL STOCK

The maximum number of shares of stock which this Corporation is authorized to issue is 10,000 shares of common stock having a par value of \$.01 per share.

FILED
98 AUG 13 AM 7:46
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLE VI

REGISTERED OFFICE AND AGENT

The street address of the Corporation's registered office shall be 3063 NE 183 Lane, Aventura, Florida 33160, and the registered agent for the Corporation at that address shall be Lane Phillips, D.O.

ARTICLE VII

INCORPORATOR

The name and street address of the incorporator to these Articles of Incorporation are:

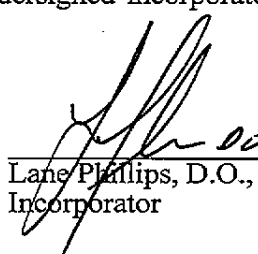
Name

Address

Lane Phillips, D.O.

3063 NE 183 Lane
Aventura, Florida 33160

IN WITNESS WHEREOF, the undersigned incorporator has executed these Articles of Incorporation this 9 day of August, 1998.



Lane Phillips, D.O.,
Incorporator

CERTIFICATE OF REGISTERED AGENT

OF

LANE PHILLIPS, D.O., P.A.

Having been named to accept service of process for LANE PHILLIPS, D.O, P.A., at the place designated in the foregoing Articles of Incorporation, Lane Phillips, D.O. agrees to act in this capacity and is familiar with and accepts the obligations provided in Section 607.0505 of the Florida Business Corporation Act and Section 621.13 of the FPSCLLA.

DATE: Aug 9, 1998



Lane Phillips, D.O.

FILED
98 AUG 13 AM 7:46
SECRETARY OF STATE
TALLAHASSEE, FLORIDA