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September 25, 1998

Florida Department of State  
Division of Corporations  
Qualification/Registration Section  
P.O. Box 6327  
Tallahassee, Florida 32314

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-09/28/98-01049-001  
\*\*\*\*122.50 \*\*\*\*122.50

RE: Articles of Incorporation of Billy Thompson, M.D., P.A.  
Our File No. 2795-1

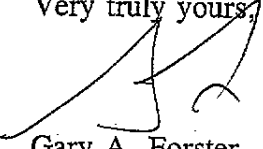
Dear Sir or Madam:

Enclosed for filing are an original and one copy of the executed Articles of Incorporation of Billy Thompson, M.D., P.A. (the "Corporation"), together with a check in the amount of \$122.50 payable to the Florida Department of State to cover filing fees, the designation of the Corporation's registered agent, and a certified copy of the Corporation's Articles of Incorporation.

Please file the enclosed Articles, and return to me a certified copy thereof. If you have any questions, please contact me at the above address or phone number.

Thank you for your attention to this matter.

Very truly yours,

  
Gary A. Forster

GAF/mrw  
Enclosures

FILED  
98 SEP 28 PM 2:33  
SECRETARY OF STATE  
TALLAHASSEE FLORIDA

SEP 29 1998

**ARTICLES OF INCORPORATION  
OF  
BILLY THOMPSON, M.D., P.A.**

**THE UNDERSIGNED**, acting as sole incorporator of **BILLY THOMPSON, M.D., P.A.** under Chapter 607 of the Florida Statutes, hereby adopts the following Articles of Incorporation for such corporation:

**ARTICLE I  
NAME**

The name of the corporation is **BILLY THOMPSON, M.D., P.A.**

**ARTICLE II  
PURPOSE**

The purpose of the corporation is the operation of a family medical practice.

**ARTICLE III  
SHARES**

The number of shares which the corporation shall have authority to issue is Ten Thousand (10,000), consisting of a single class of common stock, one cent (\$.01) par value per share.

**ARTICLE IV  
PRINCIPAL OFFICE**

The address of the Principal Office of the corporation is 2716 Rew Circle, Suite 101, Ocoee, Florida 34761. The location of the Principal Office shall be subject to change as may be provided in bylaws duly adopted by the Corporation.

**ARTICLE V  
MAILING ADDRESS**

The mailing address of the corporation is 2716 Rew Circle, Suite 101, Ocoee, Florida 34761.

**ARTICLE VI  
INITIAL REGISTERED OFFICE AND AGENT**

The address of the initial Registered Office of the corporation is 2716 Rew Circle, Suite 101, Ocoee, Florida 34761, and the initial Registered Agent at such address is Billy Thompson, M.D.

**FILED**  
98 SEP 28 PM 2:35  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

**ARTICLE VII**  
**INITIAL BOARD OF DIRECTORS**

The number of Directors constituting the initial Board of Directors of the corporation is one (1). The number of Directors may be increased or decreased from time to time, but in no event shall the number of Directors be less than one (1). The name and address of the person who is to serve as the initial Director until the first annual meeting of the shareholders of the corporation or until successor Directors are elected and shall qualify is as follows:


Billy Thompson, M.D.

2716 Rew Circle  
Suite 101  
Ocoee, Florida 34761

**ARTICLE VIII**  
**INCORPORATOR**

The name and address of the sole incorporator of the corporation is Billy Thompson, 2716 Rew Circle, Suite 101, Ocoee, Florida 34761.


IN WITNESS WHEREOF, these Articles have been signed by the undersigned incorporator this 25th day of September, 1998.

  
\_\_\_\_\_  
Billy Thompson, M.D., Incorporator

**ACCEPTANCE OF APPOINTMENT**  
**BY INITIAL REGISTERED AGENT**

**THE UNDERSIGNED**, an individual resident of the State of Florida, having been named in Article V of the foregoing Articles of Incorporation as initial Registered Agent at the office designated therein, hereby accepts such appointment and agrees to act in such capacity. The undersigned hereby states that he is familiar with, and hereby accepts, the obligations set forth in Section 607.0505, Florida Statutes, and the undersigned will further comply with any other provisions of law made applicable to him as Registered Agent of the corporation.

**DATED**, this 25th day of September, 1998.

  
\_\_\_\_\_  
Billy Thompson, M.D.

**FILED**  
98 SEP 28 PM 2:35  
SECRETARY OF STATE  
TALLAHASSEE FLORIDA