

LAW OFFICES
OF
ALAN M. GREEN, P.A.

FILED

98 OCT 19 AM 8:39

2500 HOLLYWOOD BOULEVARD
SUITE 212
HOLLYWOOD, FLORIDA 33020
DIVISION OF CORPORATIONS
TALLAHASSEE, FLORIDA

BROWARD
(954) 922-9202

DADE
(305) 947-1249

P980000 89531

October 15, 1998

800002667478--0
-10/20/98--01003--007
*****78.75 *****78.75

CERTIFIED MAIL - RRR

Department of State
Division of Corporations
P.O. Box 6327
Tallahassee, Florida 32314

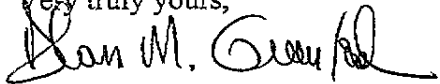
Re: **INSTITUTE FOR CLINICAL RESEARCH, INC.**

Dear Sir/Madam:

Enclosed herewith please find the original and one copy of the Articles of Incorporation of **INSTITUTE FOR CLINICAL RESEARCH, INC.** together with a check in the amount of Seventy Eight Dollars and Seventy Five Cents (\$78.75) constituting the filing fee. I would appreciate it if you would process this document and forward the stamped copy to the undersigned in the pre-stamped envelope which we have provided for your convenience.

Should you have any questions regarding same, please do not hesitate to contact this office.

Very truly yours,



ALAN M. GREEN

/od

Enclosures:

Articles of Incorporation
Check in the amount of \$78.75
Pre-stamped envelope

g 10/21

ARTICLES OF INCORPORATION

OF

INSTITUTE FOR CLINICAL RESEARCH, INC.

FILED

98 OCT 19 AM 8:39

DIVISION OF CORPORATIONS
TALLAHASSEE, FLORIDA

In compliance with the requirements of Florida Statutes Chapter 607 and 621, the undersigned, being a natural person, does hereby act as Incorporator in adopting and filing the following Articles of Incorporation for the purpose of organizing a business corporation.

ARTICLE I - NAME AND ADDRESS OF CORPORATION

The name of this corporation is INSTITUTE FOR CLINICAL RESEARCH, INC., The street address of the initial principle office of this corporation is 3061 East Commercial Blvd., Fort Lauderdale, Florida 33308.

ARTICLE II - PURPOSE OF CORPORATION

The general purposes for which the corporation is organized is:

- 1) clinical research on various medical products

ARTICLE III - CAPITAL STOCK

The maximum number of shares this corporation is authorized to issue is one hundred (100), all of which shall be common shares. Such shares shall have a par value of \$1.00.

ARTICLE IV - INITIAL REGISTERED OFFICE AND AGENT

The initial street address of the corporation's registered office is 3061 East Commercial Boulevard, Fort Lauderdale, Florida. The initial registered agent for the corporation at that address is **ALAN GRAFF, M.D..**

ARTICLE V - INCORPORATOR

The name and address of the person signing these articles are:

NAME

ADDRESS

ALAN GRAFF, M.D.

**3061 East Commercial Boulevard
Fort Lauderdale, Florida 33308**

ARTICLE VI - INITIAL BOARD OF DIRECTORS

This corporation shall have one director initially. The number of directors may increase from time to time by the by-laws, but shall never be less than one. The name and address of the initial director of this corporation is:

NAME

ADDRESS

ALAN GRAFF, M.D.

**3061 East Commercial Boulevard
Fort Lauderdale, Florida 33308**

ARTICLE VII - BY-LAWS

This corporation's stockholders are specifically authorized to adopt by-laws, which may be repealed or amended, and new by-laws may be adopted, by either the Board of Directors or the stockholders, but the Board of Directors may not amend or repeal any by-laws adopted by the stockholders, if the stockholders specifically provide that such by-laws are not subject to amendment or repeal by the directors.

FILED

98 OCT 19 AM 8:39

ARTICLE VIII - INDEMNIFICATION

DIVISION OF CORPORATIONS
TALLAHASSEE, FLORIDA

The corporation shall indemnify its directors, officers, employees and agents to the fullest extent permitted by law.

IN WITNESS WHEREOF, the undersigned Incorporator has executed these Articles of Incorporation this 13 day of October, 1998.

Alan Graff Dated: 13 OCT 1998
ALAN GRAFF, M.D.

ACCEPTANCE OF REGISTERED AGENT

Having been named to accept service of process for ALAN GRAFF, M.D., at the place designated in the Articles of Incorporation, the undersigned is familiar with and accepts the obligation of that position pursuant to FLA. STAT. § 607.0501(3).

Alan Graff Dated 13 OCT 1998
ALAN GRAFF, M.D.