Mary E. Van Winkle, P

3844 BEE RIDGE ROAD SUITE 202 SARASOTA, FL 34233

TEL. 941-923-1685

FAX. 941-923-0174

e-mail mevwpa@mindspring.com

October 22, 1998

Secretary of State Division of Corporations 409 E. Gaines Street Tallahassee, Florida 32301

RE: RICHARD M. GOLDBERG, M.D., P.A.

Dear Sir/Madam:

Enclosed you will find the original and one copy of the Articles of Incorporation for the above referenced corporation. Also enclosed is our check in the amount of \$122.50 made payable to the Secretary of State to cover the filing fee. Please return a conformed copy of the Articles to our office in the enclosed envelope.

Should you have any questions or comments, please do not hesitate to contact our office.

Sincerely,

Tammy L. Zappa Legal Secretary

OCT 2 7 1998

ARTICLES OF INCORPORATION OF RICHARD M. GOLDBERG, M.D., P.A.

FILED 98 0CT 26 PM 3: 22

ARTICLE I - NAME

SEGRETARY OF STATE TALLAHASSEE, FLORIDA

The name of this Corporation is: RICHARD M. GOLDBERG, M.D., P.A.

ARTICLE II - DURATION

The Corporation shall have a perpetual existence.

ARTICLE III - PURPOSE

The purpose of this Corporation is to engage in any activities or business permitted under the Laws of the United States and Florida. The specific purpose is the practice of medicine.

ARTICLE IV - CAPITAL STOCK

The maximum number of shares which this Corporation is authorized to have outstanding at any time is 1,000 shares of common stock having a par value of \$1.00 per share.

ARTICLE V - INITIAL REGISTERED OFFICE AND AGENT

The initial registered office of this Corporation shall be at 3844 Bee Ridge Rd., Suite 202, Sarasota, Florida 34233 and the initial registered agent of this Corporation at such office shall be MARY E. VAN WINKLE, ESQ. who upon accepting this designation agrees to comply with the provisions of Section 48.091, Florida Statutes as amended from time to time, with respect to keeping an office open for service of process.

ARTICLE VI - INITIAL BOARD OF DIRECTORS

The initial Board of Directors shall consist of one member. The number of directors may be increased or decreased from time to time by vote of the Stockholders, but in no case shall the number of directors be less than one (1) nor more than four. The names and addresses of the directors constituting the initial Board of Directors are:

RICHARD M. GOLDBERG

1960 Stickney Point Road, Suite 203 Sarasota, FL 34231

ARTICLE VII - MAILING and CORPORATE ADDRESS

The principal address for the corporation is: 1960 Stickney Point Road, Suite 203, Sarasota, FL 34231

The mailing address for the corporation is: 1960 Stickney Point Road, Suite 203, Sarasota, FL 34231

ARTICLE VIII - INCORPORATOR

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

RICHARD M. GOLDBERG

1960 Stickney Point Road, Suite 203

Sarasota, FL 34231

KICHARD M. GOLDBERG, Incorporator

State of Florida County of Sarasota

The foregoing instrument was acknowledged before me this 22 day of October, 1998, by RICHARD M. GOLDBERG, who is personally known OR who produced a driver's license as identification.

Tarhmy L. Zappa
Notary Public, State of Florida
Commission No. CC 681005
My Commission Exp. 09/16/2001

Notary Tublic - State of Fiorida

ACCEPTANCE OF REGISTERED AGENT

Having been named to accept service of process for RICHARD M. GOLDBERG, M.D., P.A., at the place designated in the Articles of Incorporation, MARY E. VAN WINKLE, ESQ. agrees to act in this capacity, and agrees to comply with the provisions of Section 48.091 relative to keeping open such office.

Date: October 22, 1998

Mary E-Van Wurkle

98 OCT 26 PM 3: 22 SEGRETARY OF STATE SEGRETARY OF STATE