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CONTACT: RAY STORMONT
PHONE: (305)541-3694 FAX #: (305)541-3770

NAME: QUIROS & ASSOCIATES M.D., P.A.
AUDIT NUMBER.....H98000021839
DOC TYPE.....FLORIDA PROFIT CORPORATION OR P.A.
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ARTICLES OF INCORPORATION
OF
QUIROS & ASSOCIATES M.D., P.A.

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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The undersigned hereby execute(s) and acknowledges the incorporation in order to organize and incorporate a business for profit.

ARTICLE I - NAME

The name of the corporation is QUIROS & ASSOCIATES M.D., P.A. with its principal place of business located at 445 Grand Bay Drive, Suite #502, Key Biscayne, Fl 33149.

ARTICLE II - PURPOSE

The purpose of this corporation is to engage in any or all lawful business activity for which a corporation is permitted under the laws of the United States of America and of the State of Florida. MEDICAL DOCTOR.

ARTICLE III - CAPITAL STOCK

The total number of shares of capital stock which this corporation shall be authorized to issue is one hundred shares. Such shares shall be of a single class of common stock, and shall have a par value of One Dollars (\$1.00) per share.

ARTICLE IV - CAPITALIZATION

The amount of capital with which the Corporation will begin shall not be less than Five Hundred Dollars (\$500.00).

ARTICLE V - DURATION

The Corporation shall have perpetual existence, provided that all of the requirements of the law are met.

ARTICLE VI - PRINCIPAL OFFICE

The initial office of this corporation is 445 Grand Bay Drive, Suite # 502, Key Biscayne, Florida 33149.

ARTICLE VII - SUBSCRIBER

The name and addresses of each person signing these Article of Incorporation, as a subscriber is:

NAME	ADDRESS
MARIO J. QUIROS M.D., P.A.	445 Grand Bay Drive Suite #502 Key Biscayne, Fl 33149
DIEGO E. CORDOVA, C.P.A. 8905 S.W. 87 TH Avenue MIAMI, FL 33176 (305) 925-0131	

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ARTICLE VIII - OFFICERS

The initial officers (s) of the corporation are:

MARIO J. QUIROS M.D., P.A.

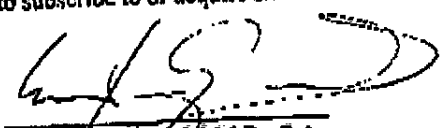
PRESIDENT

ARTICLE IX - DISSOLUTION

This corporation may be dissolved at any time by unanimous written consent of the shareholders; or on the affirmative vote of the holders of at least fifty one percent of the outstanding shares of the corporation entitled to vote thereon. On dissolution, the corporation's property and assets shall, after payment of all shareholders pro rata, each shareholder to participate in the distribution in proportion to the number of shares held by him/her.

ARTICLE X - PREEMPTIVE RIGHTS

Every shareholder shall have a preemptive right to acquire unissued or treasury share of the corporation or its securities that are convertible into, or carry a right to subscribe to or acquire shares.


MARIO J. QUIROS M.D., P.A.

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STATE OF FLORIDA }
 } SS:
COUNTY OF DADE }

BEFORE ME, a notary public authorized to take acknowledgments in the State and County set forth above, personally appeared MARIO J. QUIROS M.D., P.A., known to be the person who executed the foregoing Articles of Incorporation, and he/she acknowledge before me that he/she executed said Articles of Incorporation.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed my official seal, in the State and County aforesaid, this 20 day of NOVEMBER, 1998.

Cardinal Esquivillo
Notary Public, State of Florida



CARDINAL ESQUIVILLO
MY COMMISSION / COMIENZO EXPIRES
August 2, 1999
MONDRIEN TRUST FARM INSURANCE, INC.

My commission expires:

ACCEPTANCE BY REGISTERED AGENT

Having been named to accept service of process for the above named corporation at the place designated in this Articles, I hereby accept this appointment and agree to comply with the provisions of Florida Statutes 48.091 relative to keeping open said office.

Mario J. Quiros
Mario J. Quiros M.D., P.A.
445 Grand Bay Drive
Suite #502
Key Biscayne, FL 33149

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