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FLORIDA PROFIT CORPORATION OR P.A.

MARTIN MENDELSSOHN M.D., P.A.

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FLORIDA DEPARTMENT OF STATE
Katherine Harris
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January 6, 1999

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ARTICLES OF INCORPORATION
OF
MARTIN MENDELSSOHN M.D., P.A.

The undersigned incorporator hereby forms a corporation under Chapter 621 of the laws of the State of Florida.

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ARTICLE I. NAME

The name of the corporation shall be:

MARTIN MENDELSSOHN M.D., P.A.

The address of the principal office of this corporation shall be 3157 N. University Drive, Suite 101, Pembroke Pines, Florida 33024. and the mailing address of the corporation shall be the same.

ARTICLE II. NATURE OF BUSINESS

This corporation may engage or transact in every aspect of the business of rendering the same professional services to the public that a physician and surgeon, duly licensed under the laws of the State of Florida, is authorized to render. This corporation may engage in any or all lawful activities or business permitted under Chapter 621 of the laws of the State of Florida.

ARTICLE III. CAPITAL STOCK

The maximum number of shares of stock that this corporation is authorized to have outstanding at any one time is one hundred (100)

Prepared By: Steven L. Bornstein, Esquire FBN-283401
9900 Stirling Road, Suite 101 (954) 436-9144

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shares of common stock having no par value per share.

ARTICLE IV. REGISTERED AGENT

The street address of the initial registered office of the corporation shall be 3157 N. University Drive, Suite 101, Pembroke Pines, Florida, 33024, and the name of the initial registered agent of the corporation at that address is Martin Mendelssohn, M.D.

ARTICLE V. TERM OF EXISTENCE

This corporation is to exist perpetually.

ARTICLE VI. PREEMPTIVE RIGHTS

The corporation elects to have preemptive rights.

ARTICLE VII. SPECIAL PROVISION

It is the intent of the Incorporator that the corporation will qualify under section 1244 of the Internal Revenue Code and shall take all actions necessary to obtain and maintain its status as an S Corporation.

ARTICLE VIII. DIRECTORS

All corporate powers shall be exercised by or under the authority of, and the business and affairs of the corporation managed under the direction of its Board of Directors, subject to any limitation set forth in these Articles Of Incorporation. This corporation shall have One Director, initially. The name and address of the initial members of the Board of Directors are:

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Martin Mendelssohn, M.D.
Director

3157 N. University Drive
Suite 101
Pembroke Pines, Florida 33024

ARTICLE IX. OFFICERS

The name and address of the initial officers of the Corporation who shall hold office for the first year of the corporation, or until their successors are elected or appointed are:

Martin Mendelssohn, M.D.
President
Secretary
Treasurer

3157 N. University Drive
Suite 101
Pembroke Pines, Florida 33024

ARTICLE X. INCORPORATOR

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

Martin Mendelssohn, M.D.

3157 N. University Drive
Suite 101
Pembroke Pines, Florida 33024

IN WITNESS WHEREOF, the undersigned, has hereunto set his hand and seal this 4th day of January, 1999.



~~Martin Mendelssohn, M.D.~~
Incorporator

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ACCEPTANCE OF REGISTERED AGENT DESIGNATED
IN ARTICLES OF INCORPORATION

MARTIN MENDELSSOHN M.D., P.A. having a business office identical with the registered office of the corporation named above, and having been designated as the Registered Agent in the above and foregoing Articles, is familiar with and accepts the obligations of the position of Registered Agent under Section 607.0505, Florida Statutes.


Martin Mendelsohn, M.D.
Registered Agent

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