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ATTORNEYS' TITLE

Requestor's Name

Address

City/State/Zip

Phone #

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CORPORATION NAME(S) & DOCUMENT NUMBER(S), (if known):

1. _____ (Corporation Name) (Document #)

2. _____ (Corporation Name) (Document #)

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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NEW FILINGS

Profit
NonProfit
Limited Liability
Domestication
Other

AMENDMENTS

Amendment
Resignation of R.A., Officer/ Director
Change of Registered Agent
Dissolution/Withdrawal
Merger

OTHER FILINGS

Annual Report
Fictitious Name
Name Reservation

REGISTRATION/QUALIFICATION

Foreign
Limited Partnership
Reinstatement
Trademark
Other

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DEPARTMENT OF STATE
DIVISION OF CORPORATIONS
TALLAHASSEE, FLORIDA

T. SMITH JAN 11 1999

Examiner's Initials

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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ARTICLES OF INCORPORATION
OF
EBRAHIM PAPAN, M.D., P.A.

The undersigned subscriber to these Articles of Incorporation, being a natural person competent to contract and being a licensed Medical Doctor in the State of Florida, hereby forms and establishes a professional service corporation under Chapter 621, Laws of the State of Florida.

ARTICLE I - NAME

The name of this professional service corporation shall be EBRAHIM PAPAN, M.D., P.A.

ARTICLE II - NATURE OF BUSINESS

The general nature of the business to be transacted by the corporation is: Medical Services.

To engage in every phase and aspect of the business of rendering the same professional services to the public that a duly licensed under the laws of the State of Florida is authorized to render, but such professional services shall be rendered only through officers, employees and agents who are duly licensed under the laws of the State of Florida to practice therein.

To invest the funds of this corporation in real estate, mortgages, stocks, bonds or other types of investment, and to own real and personal property necessary for the rendering of professional services.

To do all and everything necessary and proper for the accomplishment of any of the purposes or the attaining of any of the objects or the furtherance of any of the purposes enumerated in these Articles of Incorporation or any amendment thereof, necessary or incidental to the protection and benefit of the corporation, and in general, either alone or in association with other corporations, firms, or individuals, to carry on any lawful pursuit necessary or incidental to the accomplishment of the purposes or the attainment of the objects or the furtherance of such purposes or objects of this corporation.

The foregoing paragraph shall be construed as enumerating both objects and purposes of this corporation; and it is hereby expressly provided that the foregoing enumeration of specific purposes shall not be held to limit or restrict in any manner the purpose of this corporation otherwise permitted by law.

ARTICLE III - CAPITAL STOCK

The maximum number of shares of stock that this corporation is authorized to have outstanding at any one time is SEVEN THOUSAND FIVE HUNDRED (7,500) shares of common stock having a nominal or par value of ONE DOLLAR (\$1.00) per share, all of which shall be fully paid and non-assessable.

None of the shares of this corporation may be issued to anyone other than an individual duly licensed to practice Medicine in the State of Florida.

ARTICLE IV - INITIAL CAPITAL

The amount of capital with which this corporation will begin business is a minimum of SEVEN THOUSAND FIVE HUNDRED DOLLARS (\$7,500.00).

ARTICLE V - TERM OF EXISTENCE

This corporation is to exist perpetually.

ARTICLE VI - ADDRESS

The initial post office address of the principal office of this corporation in the State of Florida is 2595 Harbor Blvd., N.W., Port Charlotte, Florida 33952. The Board of Directors may from time to time move the principal office to any other address in Florida.

ARTICLE VII - BOARD OF DIRECTORS

The Board of Directors of this corporation shall consist of not less than ONE (1). The number of directors may be altered from time to time by Bylaws adopted by the stockholders. Each and every director of this corporation shall be fully licensed or otherwise legally authorized to practice Medicine as a Medical

Doctor in the State of Florida.

ARTICLE VIII - INITIAL DIRECTORS

The name and street address of the initial member of the first Board of Directors is:

<u>NAME</u>	<u>ADDRESS</u>
EBRAHIM PAPAN, M.D.	4492 Ulman Avenue North Port, Florida 34286

ARTICLE IX - SUBSCRIBER

The name and post office address of the subscriber of these Articles of Incorporation, a duly licensed Medical Doctor under the laws of the State of Florida to render services as such, the number of shares of stock which he agrees to take and the minimum value of the consideration therefore is:

<u>NAME</u>	<u>SHARES</u>	<u>ADDRESS</u>
EBRAHIM PAPAN, M.D.	7,500	4492 Ulman Avenue North Port, FL 34286

ARTICLE X - CONTRACTS

No contract or other transaction between this corporation and any other corporation shall be affected by the fact that any Director of this corporation is interested in, or is a Director or Officer of such other corporation; and any Director, individually or jointly, may be a party to, or may be interested in, any contract or transaction of this corporation with any person, firm or corporation, and no contract or transaction shall be affected by the fact that any Director of this corporation is a party in any way connected with such person, firm or corporation, and every person who may become a Director of this corporation is hereby relieved from any liability that might otherwise exist from contracting with this corporation for the benefit of himself or any firm, association or corporation, in which he may be in any way interested.

ARTICLE XI - RESTRAINT OF ALIENATION OF SHARES

The shareholders of this corporation shall have the power to include in the Bylaws, adopted by a two-thirds majority of the shareholders of this corporation, any regulatory or restrictive provisions regarding the proposed sale, transfer or other disposition of any of the outstanding shares of this corporation by any of its shareholders, or in the event of the death of any of its shareholders. The manner and form, as well as relevant terms, conditions and details hereof, shall be determined by the shareholders of this corporation; provided, however, that such regulatory or restrictive provisions shall not affect the rights of third parties without actual notice thereof, unless existence of such provisions shall be plainly written upon the certificate evidencing the ownership of such stock. No shareholder of this corporation may sell or transfer his shares therein except to another individual who is eligible to be a shareholder of this corporation, and such sale or transfer may be made only after the same shall have been approved at a stockholders' meeting specifically called for such purpose. If any shareholder becomes legally disqualified to practice in the State of Florida, or accepts employment or becomes engaged in an outside activity that places restrictions or limitations upon his continuous rendering of such professional services, such shareholder's shares shall immediately become subject to purchase by the other stockholders in accordance with the terms and conditions of the Buy and Sell Agreement between the stockholders then in existence.

ARTICLE XII - INCORPORATION OF PROVISIONS OF PROFESSIONAL SERVICE CORPORATION ACT

This corporation is intended to be a professional corporation within the meaning of the Professional Service Corporation Act, and accordingly, the corporation, its officers, directors and stockholders, shall be subject to all the sections of said Act concerning the formation of the corporation, conduct of its business and the liabilities, rights, privileges and immunities of the corporation, its officers, directors and stockholders, as stated in Chapter 621, Florida Statutes.

ARTICLE XIII - AMENDMENT

These Articles of Incorporation may be amended in the manner provided by law. Every amendment shall be approved by the Board of Directors, proposed by them to the stockholders, and approved at a stockholders' meeting by a majority of the stock entitled to vote thereon, unless all the Directors and all the stockholders sign a written statement manifesting their intention

that, a certain amendment of these Articles of Incorporation be made. All rights of shareholders are subject to this reservation.

IN WITNESS WHEREOF, the undersigned has executed these Articles of Incorporation for the uses and purposes herein stated.

Ebrahim Papan
EBRAHIM PAPAN, M.D.
Incorporator

STATE OF FLORIDA
COUNTY OF CHARLOTTE

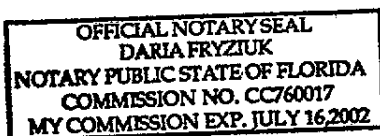
Before me, the undersigned authority, personally appeared EBRAHIM PAPAN, M.D., to me known to be the person described in and who executed the foregoing articles of incorporation and he acknowledged before me according to law that he made and subscribed the same for the purposes therein expressed and mentioned and set forth.

IN WITNESS WHEREOF, I have hereunto set my hand and seal this 7th day of January 1999.

My Commission Expires:

Daria Fryziuk
Notary Public/State of Florida

(AFFIX SEAL)



**CERTIFICATE
DESIGNATING PLACE OF BUSINESS OR DOMICILE
FOR THE SERVICE OF PROCESS WITHIN THIS STATE,
NAMING AGENT UPON WHOM PROCESS MAY BE SERVED.**


Pursuant to Florida Statutes, Section 48.091 (1997), the following is submitted, in compliance therewith:

First: That, EBRAHIM PAPAN, M.D., P.A., desiring to organize under the laws of the State of Florida, with its principal office, as indicated in the articles of incorporation, at Port Charlotte, County of Charlotte, State of Florida, has named:

CHARLES T. BOYLE


located at 2595 Harbor Blvd, N.W., Port Charlotte, County of Charlotte, State of Florida, as its agent to accept service of process within this State.

EBRAHIM PAPAN, M.D., P.A.,

By: 
EBRAHIM PAPAN, M.D., Incorporator

ACCEPTANCE

Having been named to accept service of process for the above stated corporation, at place designated in this certificate, I hereby accept to act in this capacity, and agree to comply with the provision of said law relative to keeping open said office.


CHARLES T. BOYLE,
Registered Agent

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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