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KATHY D. SHEIVE, P.A.

ATTORNEYS AT LAW
KATHY D. SHEIVE, ESQ.
SHAWN LOGAN HUNGATE, ESQ.

316 N. BERMUDA AVE., SUITE 8
KISSIMMEE, FLORIDA 34741
TELEPHONE: (407) 944-4010
FAX NO.: (407) 944-4011

January 20, 1999

Corporate Records Bureau
Florida Department of State
P.O. Box 6327
Tallahassee, Florida 32314

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-01/22/99--01049--016
****122.50 *****78.75

RE: ANTONIO J. RAMIREZ, D.O., P.A.
Filing of Articles of Incorporation

Dear Representative:

Enclosed please find the original plus one copy of the Articles of Incorporation for "Antonio J. Ramirez, D. O., P.A." for filing in your office. Enclosed is my escrow check in the amount of \$122.50 to cover the filing costs.

I can be reached at the above referenced address and phone number during regular business hours of 8:30 a.m. to 5:00 p.m., Monday through Fridays should you have additional questions regarding this matter.

Very truly yours,

KATHY D. SHEIVE, ESQ.

KDS/lh
Enclosures: as stated.

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
99 JAN 22 AM 11:27

ESQ
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ARTICLES OF INCORPORATION
OF
ANTONIO J. RAMIREZ, D.O., P.A.

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
99 JAN 22 AM 11:27

The undersigned, for the purpose of forming a corporation under the Professional Service Corporation Act, adopts the following Articles of Incorporation:

ARTICLE I
NAME

The name of the Corporation is Antonio J. Ramirez, D.O., P.A.
812 W. Oak St., Kissimmee, Fl. 34741

ARTICLE II
DURATION

The duration of the Corporation is perpetual.

ARTICLE III
PURPOSE

The Corporation is organized for the purpose of transacting any or all lawful business for a professional corporation engaged in the practice of medicine.

ARTICLE IV
AUTHORIZED SHARES

The aggregate number of shares which the Corporation is authorized to issue is 1,000. Such shares shall be of a single class, and shall have a par value of One Dollar (\$1.00) per share.

ARTICLE V
REGISTERED OFFICE AND AGENT

The street address of the initial registered office of the Corporation and the name of its initial registered agent is:

Kathy D. Sheive, Esq.
316 N. Bermuda Ave., Suite 8
Kissimmee, Florida 34741

ARTICLE VI
DIRECTORS

The number of directors constituting the board of directors of the Corporation shall be determined in accordance with the by-laws, but shall not be less than one. The number of directors constituting the initial board of directors is one (1). The name and address of the person to serve as member of the initial board of directors is:

Antonio J. Ramirez
812 W. Oak Street
Kissimmee, Florida 34741

ARTICLE VII
INCORPORATION

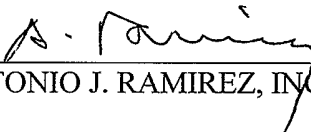
The name and address of the incorporator is:

Antonio J. Ramirez
812 W. Oak Street
Kissimmee, Florida 34741

ARTICLE VIII
INDEMNIFICATION

The Corporation shall indemnify each director, officer and shareholder of the Corporation against any and all liability and expense incurred by him in connection with or arising out of any action, suit or proceeding in which he may be involved, by reason of his being or having been an officer, director or shareholder of the Corporation to the full extent permitted by the laws of the State of Florida.

Executed by the undersigned on the 20th day of January, 1999.



ANTONIO J. RAMIREZ, INCORPORATOR

STATE OF FLORIDA }
 } S.S.
COUNTY OF OSCEOLA }

BEFORE ME personally appeared Antonio J. Ramirez to me well known to be the person described in and who subscribed the above Article of Incorporation and she freely and voluntarily acknowledged before me according to law that she made and subscribed the same for the uses and purposes therein mentioned and set forth.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed my official seal, this 20th day of January, 1999.



Loretta J. Hall

NOTARY PUBLIC

My Commission Expires: Jan. 21, 2000

ACKNOWLEDGMENT OF APPOINTMENT OF REGISTERED AGENT

Having been named the registered agent for the above Corporation at the place designated in the foregoing Articles of Incorporation, I hereby accept the same and agree to act in this capacity, and agree to comply with the provisions of Florida law relative to keeping the registered office open.

Kathy D. Sheive

KATHY D. SHEIVE, REGISTERED AGENT

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