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MARKS, GRAY, CONROY & GIBBS

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99 MAR 22 AM 9:17

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

200 RIVERPLACE BOULEVARD
SUITE 800
JACKSONVILLE, FLORIDA 32207

POST OFFICE BOX 447
JACKSONVILLE, FLORIDA 32201

EFFECTIVE DATE

3-17-99

RICHARD P. MARKS (1876-1942)
SAM R. MARKS (1885-1973)
HARRY T. GRAY (1890-1975)
FRANCIS P. CONROY II (1912-1991)
DELBRIIDGE L. GIBBS (1917-1992)

TELEPHONE (904) 398-0900
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March 18, 1999

Florida Department of State
Division Of Corporations
P. O. Box 6327
Tallahassee, FL 32314

500002813165--9
-03/22/99--01084--003
*****78.75 *****78.75

Re: L. S. DELROSARIO, P.A.

Dear Sir or Madam:

Enclosed please find an original and one copy of Articles of Incorporation of L.S. DELROSARIO, P.A. for filing. Our check in the amount of \$78.75 is enclosed for the filing fees.

Please return a certified copy of the articles to me.

Thank you for your assistance.

Very truly yours,

MARKS, GRAY, CONROY & GIBBS

GWG/dm

Gerald W. Weedon
Debbie Manning
AUTHORIZATION BY PHONE TO
CORRECT
DATE 3/29/99
DOC. #KAM

ARTICLES OF INCORPORATION 99

OF

L. S. DELROSARIO, P.A.

ARTICLE I

NAME

The name of this professional association is L. S. DELROSARIO, P.A. organized under the authority of Chapter 621, Florida Statutes.

ARTICLE II

NATURE OF BUSINESS

This corporation is organized for the purpose of a health care provider and any or all lawful business permitted under the laws of the State of Florida or any other state and of the United States. The specific purpose is the practice of medicine.

ARTICLE III

CAPITAL STOCK

This corporation is authorized to issue five hundred (500) shares of common stock having a par value of One Dollar (\$1.00) per share, which shares shall be and hereby are designated as "Common Shares". Without action by the stockholders, any or all of the authorized shares may be issued by the corporation from time to time for such consideration as may be fixed by the Board of Directors of this corporation.

FILED

MAR 22 AM 9:18

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

EFFECTIVE DATE

3-17-99

ARTICLE IV

TERM OF EXISTENCE

The term for which this corporation shall exist shall be perpetual, commencing on the date of execution of these Articles.

ARTICLE V

PRINCIPAL OFFICE OF THE CORPORATION

The principal office of the business of the corporation shall be 225 West Ashley Street, Jacksonville, Florida 32202. The Board of directors may, from time to time, change the principal office and mailing address to any other address in Florida.

ARTICLE VI

INITIAL REGISTERED OFFICE AND AGENT

The initial registered office of this corporation in the State of Florida is 1200 Riverplace Boulevard, Suite 800, Jacksonville, Florida 32207, and the name of the initial registered agent of this corporation at that address is Gerald W. Weedon. The Board of Directors may, from time to time, change the registered agent or move the registered office to any other address in Florida.

ARTICLE VII

INITIAL BOARD OF DIRECTORS

This corporation shall have two (2) Directors initially. The number of Directors may be increased or diminished, from time to time, by amendment to the Bylaws, but in no event shall the number of Directors be reduced below one (1). The names and addresses of

the initial Directors of this corporation are:

<u>NAME</u>	<u>ADDRESS</u>
Leonardo S. DelRosario	225 W. Ashley St. Jacksonville, FL 32202
Josefa DelRosario	225 W. Ashley St. Jacksonville, FL 32202

ARTICLE VIII

INCORPORATOR

The name and address of the Incorporator of this corporation is:

<u>NAME</u>	<u>ADDRESS</u>
Leonardo S. DelRosario, M.D.	225 W. Ashley Street Jacksonville, FL 32202

ARTICLE IX

BYLAWS

Both the shareholders and the Board of Directors may repeal, amend or adopt Bylaws for the corporation, pursuant to these Articles, except that the shareholders may prescribe in any Bylaws made by them that such Bylaws shall not be altered, repealed or amended by the Board of Directors.

ARTICLE X

AMENDMENTS

These Articles of Incorporation may be amended in the manner provided by law. Both the shareholders and the Board of Directors may repeal, amend or adopt Bylaws for the corporation, pursuant to these Articles, except that the shareholders may prescribe in any Bylaws made by them that such Bylaw shall not be altered, repealed or amended by the Board of Directors.

IN WITNESS WHEREOF, the undersigned Incorporator, being a natural person competent to contract, has hereunto set his hand and affixed his seal this 17 day of March, 1999.

Leonardo S. DelRosario (SEAL)
Leonardo S. DelRosario, Incorporator

STATE OF FLORIDA
COUNTY OF DUVAL

The foregoing instrument was acknowledged before me this 17 day of March, 1999, by Leonard S. DelRosario who is personally known to me or who has produced FLA Driver License as identification.



NICHOLAS J. MOUHOURTIS
MY COMMISSION # CC451136 EXPIRES
April 5, 1999
BONDED THRU TROY FAIN INSURANCE, INC.
(SEAL)


Nicholas J. Mouhourtis
Notary Public
Nicholas J. Mouhourtis
Print Name
My Commission expires: 4/5/99
Commission Number: CC451136

CERTIFICATE OF ACCEPTANCE OF DESIGNATION
REGISTERED AGENT OF

FILED
MAR 22 AM 9:18
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Pursuant to Sections 48.091 and 607.034 and 621, Florida Statutes, the undersigned, having been designated as the initial Registered Agent for the service of process within the State of Florida upon L. S. DELROSARIO, P.A., a corporation organized under the laws of the State of Florida, does hereby accept the appointment as such Registered Agent for the above-named corporation, and does hereby agree to comply with the provisions of Section 48.091(2) relative to keeping open the Registered Office of said corporation, which Registered Office is located at 1200 Riverplace Boulevard, Suite 800, Jacksonville, Florida 32207.

IN WITNESS WHEREOF, I, such designated Registered Agent, have hereunto set my hand and seal at Jacksonville, Duval County, Florida, on this 18th day of March, 1999.


Gerald W. Weedon
Registered Agent