

*300002821663-5*

**FILINGS, INC. TERESA ROMAN**  
 (Requestor's Name)  
 2805 LITTLE DEAL ROAD  
 (Address)  
 TALLAHASSEE, FLORIDA 32308 385-6735  
 (City, State, Zip) (Phone #)

**OFFICE USE ONLY**

300002821663-5  
 -03/29/99--01083--010  
 \*\*\*\*\*78.75 \*\*\*\*\*78.75

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

1. Andreo E. Bayer, M.D., P.A. (Corporation Name) \_\_\_\_\_ (Document #)
2. \_\_\_\_\_ (Corporation Name) \_\_\_\_\_ (Document #)
3. \_\_\_\_\_ (Corporation Name) \_\_\_\_\_ (Document #)
4. \_\_\_\_\_ (Corporation Name) \_\_\_\_\_ (Document #)

FILED  
 99 MAR 29 PM 3:19  
 SECRETARY OF STATE  
 TALLAHASSEE FLORIDA

- Walk in   
  Pick up time 2:00   
  Certified Copy  
 Mail out   
  Will wait   
  Photocopy   
  Certificate of Status

NEW FILINGS	
<input checked="" type="checkbox"/>	Profit
<input type="checkbox"/>	NonProfit
<input type="checkbox"/>	Limited Liability
<input type="checkbox"/>	Domestication
<input type="checkbox"/>	Other

AMENDMENTS	
<input type="checkbox"/>	Amendment
<input type="checkbox"/>	Resignation of R.A., Officer/Director
<input type="checkbox"/>	Change of Registered Agent
<input type="checkbox"/>	Dissolution/Withdrawal
<input type="checkbox"/>	Merger

OTHER FILINGS	
<input type="checkbox"/>	Annual Report
<input type="checkbox"/>	Fictitious Name
<input type="checkbox"/>	Name Reservation

REGISTRATION/QUALIFICATION	
<input type="checkbox"/>	Foreign
<input type="checkbox"/>	Limited Partnership
<input type="checkbox"/>	Reinstatement
<input type="checkbox"/>	Trademark
<input type="checkbox"/>	Other

*[Handwritten signature]*

Examiner's Initials \_\_\_\_\_

FILED  
99 MAR 29 PM 3:19  
SECRETARY OF STATE  
TALLAHASSEE FLORIDA

ARTICLES OF INCORPORATION

ARTICLE I - NAME

The name of this corporation is Andrea I. Bayer, M.D.,  
P.A.

ARTICLE II - PRINCIPAL OFFICE

The mailing address of this corporation shall be:  
7145 Deer Point Lane  
West Palm Beach, Florida 33411

ARTICLE III - PURPOSE

This corporation is organized for the purpose of  
rendering specific professional service as medical doctors.

ARTICLE IV - CAPITAL STOCK

This corporation is authorized to issue 1,000 shares  
of \$1.00 par value common stock which shall be  
designated as "Common Shares".

ARTICLE V - INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial registered office of  
this corporation is 3732 N.W. 16th Street, Fort Lauderdale,  
Florida 33311 and the name of the initial registered agent  
of this corporation at that address is Filings, Inc., a  
Florida corporation.

ARTICLE VI - INITIAL BOARD OF DIRECTORS

The Corporation shall initially have one (1) director  
to hold office until the first annual meeting of  
stockholders and his successor shall have been duly elected  
and qualified, or until his earlier resignation, removal  
from office or death. The number of Directors may be

either increased or decreased from time to time in accordance with the By-laws of the Corporation. The name and address of the initial Director is:

Andrea I. Bayer, M.D.  
7145 Deer Point Lane  
West Palm Beach, Florida 33411

#### ARTICLE VII - INCORPORATOR

The name and address of the Incorporator signing these Articles is:

Filings, Inc., a Florida Corporation  
3732 N.W. 16th Street  
Fort Lauderdale, Florida 33311

#### ARTICLE VIII - PRE-EMPTIVE RIGHTS

Every shareholder, upon the sale for cash of any new stock of this corporation shall have the right to purchase his prorata share thereof (as nearly as may be done without issuance of fractional shares) at the price at which it is offered to others.

#### ARTICLE IX - INDEMNIFICATION

The corporation shall indemnify any Officer or Director, or any former Officer or Director, to the full extent permitted by law.

#### ARTICLE X - AMENDMENT

This corporation reserves the right to amend or repeal any provision contained in these Articles of Incorporation, or any amendment hereto, and any right conferred upon the shareholders is subject to this reservation.

IN WITNESS WHEREOF, the undersigned Incorporator has executed these Articles of Incorporation on the date of signing.

Dated: March 29, 1999

Filings, Inc.

by Teresa Roman, Vice-President

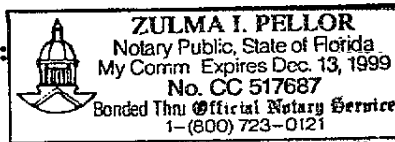
Teresa Roman  
Incorporator

STATE OF FLORIDA  
COUNTY OF LEON

The foregoing instrument was acknowledged before me this 29th day of March, 1999 by Teresa Roman, who is personally known to me and who did take an oath.

*Zulma Pellor*  
\_\_\_\_\_  
Zulma Pellor  
Notary Public,  
State of Florida

My Commission Expires:  
Commission Number:



Certificate designating place of business or domicile for the service of process within Florida, naming agent upon whom process may be served.

In compliance with Section 607.0501, Florida Statutes, the following is submitted:

First that Andrea I. Bayer, M.D., P.A., desiring to organize or qualify under the laws of the State of Florida, has named Filings, Inc., a Florida corporation, located at 3732 N.W. 16th Street, Fort Lauderdale, Florida, as its agent to accept service of process within Florida.

Dated: March 29, 1999

Teresa Roman  
Teresa Roman, Incorporator

Having been named to accept service of process for the above stated Corporation, at the place designated in this certificate, I hereby agree to act in this capacity. I further agree to comply with the provisions of all Statutes relative to the proper performance of my duties and I am familiar with and accept the obligations of my registered agent.

Dated: March 29, 1999

Filings, Inc.  
by Teresa Roman, Vice President

Teresa Roman

FILED  
MAR 29 PM 3:19  
SECRETARY OF STATE  
TALLAHASSEE FLORIDA