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CAPITAL CONNECTION, INC.

417 E. Virginia Street, Suite 1 • Tallahassee, Florida 32302
(850) 224-8870 • 1-800-342-8062 • Fax (850) 222-1222

Joseph A. Girgis, M.D.,
P.A.

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☐ LTD Partnership File _____

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☐ L.C. File _____

☐ Fictitious Name File _____

☐ Trade/Service Mark _____

☐ Merger File _____

☐ Art. of Amend. File _____

☐ RA Resignation _____

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☐ Annual Report / Reinstatement _____

☒ Cert. Copy _____

☐ Photo Copy _____

☐ Certificate of Good Standing _____

☐ Certificate of Status _____

☐ Certificate of Fictitious Name _____

☐ Corp Record Search _____

☐ Officer Search _____

☐ Fictitious Search _____

☐ Fictitious Owner Search _____

☐ Vehicle Search _____

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ARTICLES OF INCORPORATION
OF
JOSEPH A. GIRGIS, M.D., P.A.

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The undersigned natural persons, each of whom is licensed or otherwise legally authorized to practice the profession of medicine in the State of Florida, hereby associate themselves with the intention of forming a professional Corporation in accordance with the Florida Professional Service Corporation Act, and hereby adopt the following articles of incorporation for such Corporation.

Article I

The name of the corporation is JOSEPH A. GIRGIS, M.D., P.A.

Article II

The period of the Corporation's duration shall be perpetual or until dissolved on a vote of the shareholders as hereafter provided.

Article III

This Corporation is organized for the following purposes:

A. To engage in the practice of medicine as a professional medical Corporation and carry on services incidental thereto. The practice of medicine is the sole and exclusive professional service to be rendered by this Corporation.

B. To own property, enter into contracts, and to carry on any business necessary or incidental to the accomplishment or furtherance of the purposes or objects of this Corporation.

C. The professional services of this Corporation shall be carried out only through officers, employees, and agents, each of whom has been admitted to the practice of medicine and is duly authorized to practice medicine in the State of Florida.

Article IV

The total number of shares of capital stock which the Corporation shall be authorized to issue is 100 shares. Such shares shall be of the single class and have no par value.

Article V

The address of the Corporation's principal office is 935 N. Beneva Rd., Ste 707, Sarasota, Florida 34232. The name of the initial registered agent of the Corporation is Ayn Kasef, Corp., located at 523 S. Washington Blvd., Sarasota, Florida 34236.

Article VI

The Corporation shall have all the rights and powers now or hereafter conferred on professional corporations by the laws of the State of Florida.

Article VII

The name and address of each persons signing these articles of incorporation as subscriber is:

Joseph A. Girgis

935 N. Beneva Rd., Ste 707
Sarasota, FL 34232

Article VIII

The Corporation is to be managed by a Board of Directors. The number of directors constituting the initial Board of Directors is one, and the name and address of the initial director is:

Joseph A. Girgis

935 N. Beneva Rd., Ste 707
Sarasota, FL 34232

The initial directors shall hold office until their successors are elected and qualify as provided in the bylaws. Thereafter the term of office of each director shall be perpetual until the election and qualification of a successor. The number of directors set forth herein and constituting the initial Board of Directors shall be the authorized number of directors until such numbers changed by a bylaw duly adopted by the shareholders.

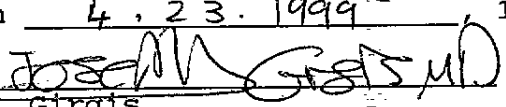
Article IX

The initial director shall submit the proposed bylaws to the shareholders at a meeting to be held for the purpose not more than 30 days following the issuance of the Certificate of Incorporation. Following the adoption of bylaws by affirmative vote of all shareholders, the internal affairs of the Corporation or to be regulated and managed in accordance with such bylaws.

Article X

The Corporation may be dissolved at any time (1) by unanimous written consent of the shareholders; or (2) on the affirmative vote of the holders of at least 51 percent of the outstanding shares of the corporation entitled to vote thereon. On dissolution, the corporate property and assets shall, after payment of all debts of the Corporation, be distributed to the shareholders prorata, each shareholder to participate in the distribution in direct proportion to the number of shares held by him.

IN WITNESS WHEREOF, the undersigned subscriber has executed these articles of incorporation on 4, 23, 1999 1999.


Joseph A. Girgis

STATE OF Ohio

COUNTY OF Cuyahoga

The foregoing instrument was acknowledged before me on the
23rd day of April, 1999, by Joseph A.
Girgis.


Notary Public

RANA L. NORGROVE, NOTARY PUBLIC
State of Ohio - Cuyahoga County
My Commission Expires 11-13-99

Personally known _____
or Produced Identification Drivers Lic.
Type of Identification Produced Drivers Lic.

CERTIFICATE OF DESIGNATION
REGISTERED AGENT/REGISTERED OFFICE

Pursuant to the provisions of Sections 607.0501 or 617.0501, Florida Statutes, the undersigned corporation organized under the laws of the State of Florida, submits the following statement in designating the registered agent/registered office, in the State of Florida.

1. The name of the corporation is JOSEPH A. GIRGIS, M.D., P.A.
2. The name and address of the Registered Agent and office is:

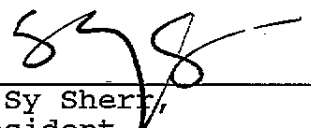
Ayn Kasef, Corporation
523 S. Washington Blvd.
Sarasota, Florida 34236

HAVING BEEN NAMED AS REGISTERED AGENT AND TO ACCEPT SERVICE OF PROCESS FOR THE ABOVE STATED CORPORATION AT THE PLACE DESIGNATED IN THIS CERTIFICATE, I HEREBY ACCEPT THE APPOINTMENT AS REGISTERED AGENT AND AGREE TO ACT IN THIS CAPACITY. I FURTHER AGREE TO COMPLY WITH THE PROVISIONS OF ALL STATUTES RELATING TO THE POWER AND COMPLETE PERFORMANCE OF MY DUTIES, AND I AM FAMILIAR WITH AND ACCEPT THE OBLIGATION OF MY POSITION AS REGISTERED AGENT.

DATED: April 28, 1999

AYN KASEF, CORPORATION

By


S. Sy Sherr,
President

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