

Law Offices of

KENNEDY & PYLE

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Trisha L. Dellinger
Stephen G. Martin

P990000039360

April 28, 1999

Division of Corporations
Attn: New Limited Partnership and Corporate Filings
George Firestone Building
409 East Gaines Street
Tallahassee, Florida, 32399

Re: Dineen Family Limited Partnership and M.K.D., M.D., Inc. 400002858444--5

Ladies and Gentlemen:

-04/30/99--01032--015
*****236.25 *****78.75

I am enclosing herewith the original and a copy of the Articles of Incorporation for the above-named corporation. In addition, I have enclosed the original and a copy of the Certificate of Limited Partnership, Affidavit of Capital Contributions, and Certificate of Designation of Registered Agent/Registered Office, for the above-named limited partnership. Finally, I have enclosed a check in the sum of \$236.25 which represents the following fees:

M.K.D., M.D., Inc.:

Filing Fee	\$ 35.00
Certified Copy	\$ 8.75
Registered Agent Fee	\$ 35.00
Total	\$ <u>78.75</u>

Dineen Family Limited Partnership:

Filing Fee	\$ 70.00
Certified Copy	\$ 52.50
Registered Agent Fee	\$ 35.00
Total	\$ <u>157.50</u>

Total \$ 236.25

Please file the original of the enclosed documents, and return certified copies to the undersigned.
Thank you.

Enclosures

DMP
4/30/99

Sincerely,


Stephen G. Martin

FILED
99 APR 30 PM 12:19
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

FILED

ARTICLES OF INCORPORATION

99 APR 30 PM 12:19

OF

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

M.K.D., M.D., Inc.

The undersigned, acting as incorporator of a corporation, hereby adopts the following Articles of Incorporation to form a corporation for profit under the laws of the State of Florida.

ARTICLE I - NAME AND ADDRESS

The name of the corporation is M.K.D., M.D., Inc., and the principal office address is 12 Sandcastle Drive, Ormond Beach, Florida 32176.

ARTICLE II - NATURE OF BUSINESS

The general nature of the business to be transacted by this corporation is to engage in any and all business permitted under the laws of the State of Florida.

ARTICLE III - CAPITAL STOCK

The maximum number of shares of stock that this Corporation is authorized to have outstanding at any one time is 100 shares of common stock, each share having the par value of \$1.00 per share. The consideration to be paid for each share shall be fixed by the Board of Directors from time to time.

ARTICLE IV - REGISTERED AGENT AND INITIAL REGISTERED OFFICE.

The Registered Agent and the street address of the initial Registered Office of this Corporation in the State of Florida shall be:

MICHAEL A. PYLE
687 Beville Road, Suite A
Daytona Beach, Florida 32119

ARTICLE V - BOARD OF DIRECTORS

This Corporation shall have one director initially. The number of directors may be increased or decreased from time to time by the Bylaws adopted by the stockholders, but shall never be less than one.

ARTICLE VI - INITIAL DIRECTOR

The name of the initial director of this Corporation and his street addresses is:

<u>Name</u>	<u>Address</u>
Martin K. Dineen	12 Sandcastle Drive Ormond Beach, Florida 32176

The person named as initial director shall hold office for the first year of existence of this Corporation or until her successor is elected or appointed and has qualified, whichever occurs first.

ARTICLE VII - INCORPORATOR

The name and street address of the person signing these Articles of Incorporation
as the Incorporator is:

Martin K. Dineen
12 Sandcastle Drive
Ormond Beach, Florida 32176

ARTICLE VIII - 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 shareholders' meeting by a majority of the stock entitled to vote, unless all of the Directors and all of the shareholders sign a written statement manifesting their intention that a certain amendment of these Articles of Incorporation be made.

IN WITNESS WHEREOF, the undersigned, as Incorporator, has executed the foregoing Articles of Incorporation under the laws of the State of Florida, this 25 day of February, 1999.

By:


MARTIN K. DINEEN

STATE OF FLORIDA

COUNTY OF VOLUSIA

The foregoing instrument was acknowledged before me this 25 day of February 1999, by Martin K. Dineen, who is personally known to me and who did not take an oath.

Tracy L. Stafford

Notary Public

Tracy L. Stafford

(Printed Name)

My Commission Expires:



Tracy L. Stafford
MY COMMISSION # CC686409 EXPIRES
October 11, 2001
BONDED THRU TROY FAIR INSURANCE, INC

ACCEPTANCE OF DESIGNATION

The undersigned, having been named Registered Agent to accept service of process for the above stated Corporation, at the place designated in the above Articles of Incorporation, hereby accepts such designation and agrees to comply with the provisions of Section 48.091, Florida Statutes, relative to keeping open said office, and is familiar with and accepts the obligations provided in Section 607.325, Florida Statutes.

Michael A. Pyle
MICHAEL A. PYLE

FILED
99 APR 30 PM 12:20
SECRETARY OF STATE
TALLAHASSEE, FLORIDA