

TRANSMITTAL LETTER

P99000041733

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

SUBJECT: Cystic Fibrosis Specialist, P.A.
(proposed corporate name)

Enclosed please find an original and one (1) copy of the articles of incorporation for the above corporation and check in the amount of \$ 122.50.

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-05/03/99--01096--020
****122.50 *****78.75

FROM:

Don R. Livingstone, Esq.

Name

7711 S. W. 62 Ave.

Address

Miami, FL 33143

City, State, & Zip

(305) 665-1821

Telephone Number

FILED
99 MAY -3 PM 1:45
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Note: Additional copy of articles is needed only when certified copy is requested.

T. SMITH MAY 07 1999

**ARTICLES OF INCORPORATION
OF
CYSTIC FIBROSIS SPECIALIST, P.A.**

FILED
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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

In compliance with the requirements of F.S. Chapter 607, the undersigned, being a natural person, does hereby act as incorporator in adopting and filing the following articles of incorporation for the purpose of organizing a business corporation.

ARTICLE I

The name of the corporation ("Corporation") is **CYSTIC FIBROSIS SPECIALIST, P.A.**

ARTICLE II

The existence of the corporation shall be perpetual.

ARTICLE III

The street address of the principal office of the Corporation is 4950 LeJeune Road, Suite F, Coral Gables, FL 33146.

ARTICLE IV

This corporation is organized for the following purposes:

A. To engage in the profession of medicine as a professional medical corporation and to carry on services incident to the practice of medicine. 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 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 is duly authorized to practice medicine in the State of Florida.

ARTICLE V

The maximum number of shares this Corporation is authorized to issue is 100, all of which shall be Common Shares. All Common Shares shall be identical with each other in every respect and the holders of Common Shares shall be entitled to one vote for each share on all matters on which shareholders have the right to vote.

ARTICLE VI

The initial street address of the Corporation's registered office is 4950 LeJeune Road, Suite F, Coral Gables, FL 33146. The initial registered agent for the Corporation at that address is Robert M. McKey, Jr.

ARTICLE VII

The initial board of directors shall consist of one member. The name and address of the person who will serve on the initial board of directors is:

Robert M. McKey, Jr. 4950 LeJeune Road, Suite F, Coral Gables, FL 33146

ARTICLE VIII

The name and street address of the person signing these articles of incorporation is:

Robert M. McKey, Jr. 4950 LeJeune Road, Suite F, Coral Gables, FL 33146

ARTICLE IX

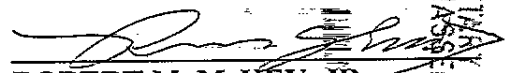
The corporation shall indemnify its directors, officers, employees and agents to the fullest extent permitted by law.

IN WITNESS WHEREOF, the undersigned incorporator has executed these articles of incorporation this 30th day of April, 1999.


ROBERT M. McKEY, JR., Director &
Incorporator

ACCEPTANCE OF REGISTERED AGENT

Having been named to accept service of process for Cystic Fibrosis Specialist, P.A., at the place designated in the articles of incorporation, the undersigned is familiar with and accepts the obligations of that position pursuant to F.S. 607.0501(3).


ROBERT M. McKEY, JR.
Registered Agent

Dated April 30, 1999.

FILED
MAY -3 PM 1:45
CLERK OF STATE
TALLAHASSEE, FLORIDA