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**Buchanan Ingersoll**  
PROFESSIONAL CORPORATION

Amy Lewis Bergen  
813-222-8188

Attorneys

May 12, 1999

SunTrust Financial Center  
401 E. Jackson Street  
Suite 2500  
Tampa, FL 33602  
Telephone: 813-222-8180  
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**VIA CERTIFIED MAIL**

Secretary of State  
Division of Corporations  
Post Office Box 6327  
Tallahassee, Florida 32314

**Re: Corporation: Bright-Work Nephrology Network, Inc.**

Ladies and Gentlemen:

800002876089--1  
-05/14/99--01106--004  
\*\*\*\*\*122.50 \*\*\*\*\*78.75

Enclosed please find the following:

1. One original and a copy of the Articles of Incorporation of the above referenced corporation.
2. A check in the amount of \$122.50 made payable to the Secretary of State to cover the appropriate filing fees.

Please file the Articles of Incorporation and return to the undersigned certified copies of same.

Should you have any questions or need any assistance whatsoever, please do not hesitate to contact me.

Sincerely,



Amy Lewis Bergen  
Attorney at Law

encl.

FILED  
1999 MAY 14 AM 11:35  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

FILED

1999 MAY 14 AM 11: 35

ARTICLES OF INCORPORATION  
OF  
BRIGHT-WORK NEPHROLOGY NETWORK, INC.

SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

The undersigned incorporator hereby forms a corporation under Chapter 607 of the laws of the State of Florida:

I.  
Name

The name of the Corporation is **Bright-Work Nephrology Network, Inc.**

I.  
Principal Office and Mailing Address

The principal office and mailing address of the Corporation is: 1201 Fifth Avenue North, Suite 302, St. Petersburg, Florida 33705.

II.  
Duration

The Corporation's existence commences on the date of filing of these Articles of Incorporation with the Florida Department of State. The duration of the Corporation is perpetual unless dissolved according to law.

III.  
Capital Stock

The maximum number of shares of stock that the Corporation is authorized to have outstanding at any one time is ten thousand (10,000) shares of common stock having a par value of \$1.00 per share. Shareholders shall be limited to persons who meet the qualification requirements set forth in the Corporation's Bylaws.

IV.  
Business and Activities

The Corporation is organized for the purpose of networking physicians to provide diagnostic, medical and surgical services to members of health maintenance organizations and other prepaid health plans and/or purchasers of health care services. In addition to the foregoing, the Corporation may, and is authorized to, engage in any activity or business permitted under the laws of the United States, the State of Florida, or any other state country, territory or nation.

**V.**  
**Registered Office and Agent**

The street address of the initial registered office of the Corporation is 401 East Jackson Street, Suite 2500, Tampa, Florida 33602, and the name of its initial registered agent at such address is R. Andrew Rock, Esquire.

**VI.**  
**Directors**

The Corporation will have two (2) directors initially. The number of directors may be increased or decreased from time to time as provided in the bylaws of the Corporation, provided that the Corporation will always have not less than two (2) directors.

**VIII.**  
**Initial Board of Directors**

The name and street address of the initial directors who shall hold office until the first annual meeting of shareholders, and thereafter until their successors are elected are:

Gerald J. Rizzo, M.D.	1201 5th Ave. North, Suite 302, St. Petersburg, Florida 33705
Jesus Navarro, M.D.	4700 N. Habana Avenue, Suite 400 Tampa, Florida 33614

**IVII.**  
**No Preemptive Rights**

No shareholder shall have any preemptive right to subscribe to any additional issue of stock or to any security convertible into such stock.

**VIII.**  
**Incorporator**

The name and address of the incorporator signing these Articles of Incorporation are:

**Name**

R. Andrew Rock, Esquire

**Address**

401 E. Jackson Street  
Suite 2500  
Tampa, Florida 33602

The incorporator of the Corporation assigns to this Corporation his rights under Section 607.0201, Florida Statutes, to constitute a corporation, and he assigns to those persons designated by the board of directors any rights he may have as incorporator to acquire any of the capital stock of this Corporation, this assignment becoming effective on the date corporate existence begins.

**IN WITNESS WHEREOF**, the undersigned incorporator has executed these Articles of Incorporation on May 12, 1999.

  
R. Andrew Rock, Incorporator

**ACCEPTANCE BY REGISTERED AGENT**

Having been named Registered Agent and to accept service of process for the above-stated Corporation, at the place designated in these Articles of Incorporation, I hereby accept the appointment as registered agent and agree to act in this capacity. I am familiar with and accept my obligations as registered agent and agree to comply with the provisions of all statutes relative to the proper and complete performance of my duties.

Dated: May 12, 1999.

R. Andrew Rock  
R. Andrew Rock, Esquire

FILED  
1999 MAY 14 AM 11:36  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA