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LAW OFFICES

MARILYN H. OTTO, P.A.

125 CRAWFORD BOULEVARD
BOCA RATON, FLORIDA 33432-3729
(561) 368-9800
(561) 368-5840 (FAX)

June 23, 1999

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

800002915548--0
-06/25/99-01050-016
*****78.75 *****78.75

Re: WILLIAM S. OTTO, M.D., P.A.
Articles of Incorporation - Professional Service Corporation

Dear Sir:

Enclosed find an original and one copy of the Articles of Incorporation for the professional service corporation above-referenced. Kindly file the original Articles and return to this office one (1) certified copy, in the envelope provided. My check in the amount of \$78.75 is enclosed.

Filing Fee:	\$	35.00
Registered Agent Fee	\$	35.00
Certified Copy	\$	8.75
TOTAL:	\$	78.75

Thank you for your prompt attention to this matter.

Very truly yours,



Marilyn H. Otto
MHO:sb
Encl.

cc: William S. Otto, M.D.
Incorporator

FILED
99 JUN 25 AM 10:37
SECRETARY OF STATE
TALLAHASSEE FLORIDA

B. SHOCK JUN 29 1999

ARTICLES OF INCORPORATION

BY THESE ARTICLES OF INCORPORATION the Incorporator forms a Corporation for profit under Florida Law.

ARTICLE I

The name and address of the Corporation are:

WILLIAM S. OTTO, M.D., P.A.
1590 N.W. 10th Avenue, Suite 201
Boca Raton, Florida 33486

ARTICLE II

This Corporation shall have perpetual existence unless sooner dissolved in accordance with the laws of the State of Florida. The date on which corporate existence shall begin is the date of which these Articles of Incorporation are filed with the Secretary of the State of Florida.

ARTICLE III

The purpose or purposes for which the Corporation is organized is to engage in the practice of medicine and to exercise the powers now or hereafter granted to professional service corporations under the laws of the State of Florida.

ARTICLE IV

The Corporation shall have authority to issue 10,000 shares of stock, all of one class, at \$0.10 par value.

ARTICLE V

The address of the initial registered office shall be 125 Crawford Boulevard, Boca Raton, Florida 33432, and the name of the initial Registered Agent is MARILYN H. OTTO, ESQUIRE.

ARTICLE VI

The Corporation shall have one (1) director initially. The number of Directors may be either increased or decreased from time to time by the ByLaws, but shall never be less than one (1).

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SECRETARY OF STATE
TALLAHASSEE FLORIDA

The name and address of each member of the First Board of Directors is:

WILLIAM S. OTTO, M.D.
1590 N.W. 10th Avenue, Suite #201
Boca Raton, Florida 33486

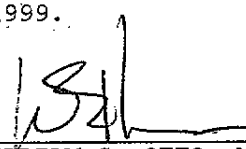
ARTICLE VII

The power to amend or repeal provisions contained in the Articles of Incorporation or Amendments thereto and to adopt, alter, and or repeal ByLaws shall be vested in the Board of Directors and Shareholder/s of this Corporation.

ARTICLE VIII

The name and address of the Incorporator of is: WILLIAM S. OTTO, M.D.
1590 N.W. 10th Avenue, Suite #201, Boca Raton, Florida 33486.

Dated this 22 day of June, 1999.

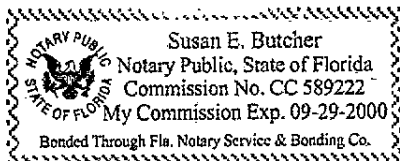

WILLIAM S. OTTO, M.D.

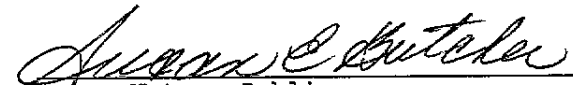
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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

STATE OF FLORIDA
COUNTY OF PALM BEACH

Before me, the undersigned authority, having been sworn, personally appeared WILLIAM S. OTTO, M.D., who is to me well known to be the person described in and who subscribed the above Articles of Incorporation, and he did freely and voluntarily acknowledge before me according to the law that he made and subscribed the same for the uses and purposes therein mentioned and set forth.

IN WITNESS WHEREOF, I have hereunto set my hand and my official seal at Boca Raton, Florida, in said County and State this 22nd day of June, 1999.




Notary Public
State of Florida

Having been named as Registered Agent for this Corporation at the registered office designated in the foregoing Articles of Incorporation, and being familiar with and accepting the duties and responsibilities as registered agent for said corporation, the undersigned accepts the designation.


MARILYN H. OTTO, ESQUIRE