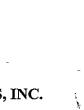
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# ARTICLES OF INCORPORATION OF BROWARD MANAGED CARE ASSOCIATES, INC.

The undersigned incorporator, for the purpose of forming a corporation under the Florida Business Corporation Act, hereby adopts the following Articles of Incorporation.

#### ARTICLE I

The name of the corporation shall be Broward Managed Care Associates, Inc.

#### ARTICLE II

The principal place of business and mailing address of this corporation shall be:

601 East Sample Road, Suite 110 Pompano Beach, Florida 33064.

## ARTICLE III

The corporation shall have the power to engage in any lawful activity for which corporations may be organized under the Florida Business Corporation Act.

#### ARTICLE IV

The aggregate number of shares that the corporation shall have authority to issue and to have outstanding at any one time is 20,000 shares.

## ARTICLE V

The corporation elects to have preemptive rights.

#### ARTICLE VI

The name and address of the registered agent for this corporation is:

Gerald B. Sternstein, Esq. Sternstein, Rainer & Clarke, P. A. 314 North Calhoun Street Tallahassee, Florida 32301.

## ARTICLE VII

The name and address of the incorporator to these Article of Incorporation is:

Victor Arrien, M.D. 601 East Sample Road, Suite 110 Pompano Beach, Florida 33064.

The undersigned incorporator has executed these Articles of Incorporation this \_\_\_\_\_ day of July, 1999. \_\_\_\_

Victor Arrien, M.D., Incorporator

## CERTIFICATE DESIGNATING PLACE OF BUSINESS OR DOMICILE THE SERVICE OF PROCESS WITHIN FLORIDA, AGENT UPON WHOM PROCESS MAY BE SERVED

PURSUANT TO THE PROVISIONS OF SECTION 607.0501, FLORIDA STATUTES, THE FOLLOWING IS SUBMITTED:

THAT BROWARD MANAGED CARE ASSOCIATES, INC., DESIRING TO ORGANIZE OR QUALIFY UNDER THE LAWS OF THE STATE OF FLORIDA, WITH ITS PRINCIPAL PLACE OF BUSINESS AT CITY OF POMPANO BEACH, STATE OF FLORIDA, HAS NAMED GERALD B. STERNSTEIN, ESQ., LOCATED AT 314 NORTH CALHOUN STREET, TALLAHASSEE, FLORIDA 32301, AS ITS AGENT TO ACCEPT SERVICE OF PROCESS WITHIN THE STATE OF FLORIDA

**SIGNATURE** 

Victor Arrien, M.D.

DATE ...

HAVING BEEN NAMED TO ACCEPT SERVICE OF PROCESS FOR THE ABOVE STATED CORPORATION, AT THE PLACE DESIGNATED IN THIS CERTIFICATE, I HEREBY AGREE TO ACT IN THIS CAPACITY, AND I FURTHER AGREE TO COMPLY WITH THE PROVISIONS OF ALL STATUTES RELATIVE TO THE PROPER AND COMPLETE PERFORMANCE OF MY DUTIES.

SIGNATURE

Gerald B. Sternstein

ATE: 1, 1989