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ARTICLES OF INCORPORATION OF BRENT L. BEADLING, M.D., P.A.

Article I. Name.

The name of the professional corporation is Brent L. Beadling, M.D., P.A. (the "Corporation").

Article II. Purpose.

The purpose for which the Corporation is formed is to engage in the rendering of medical services; provided, however, the foregoing shall not limit the Corporation from investing in real estate, mortgages, stocks, bonds or any other type of investments or from owning real or personal property necessary for rendering medical services.

Article III. Capital Stock.

The total number of shares of all classes of capital stock which the Corporation shall have the authority to issue is 1,000 shares of common stock, par value \$.01 per share (the "Common Stock"). Each holder of Common Stock shall be entitled to one vote per share on all matters to be voted on by the shareholders of the Corporation. In the event of any voluntary or involuntary liquidation, dissolution or winding-up of the Corporation, each holder of shares of Common Stock then outstanding shall be paid a pro rata amount of the assets of the Corporation available for distribution to its shareholders in accordance with the number of shares beneficially owned by such holder.

Article IV. Registered Agent.

The name and street address of the initial registered agent of the Corporation in the State of Florida are Brent L. Beadling, St. Luke's Healthcare Center Baymeadows, 9770 Baymeadows Road, Suite 119, Jacksonville, Florida 32256.

Article V. Incorporator.

The name and address of the incorporator are Paige Beadling, 510 Peachtree Hills Circle, Atlanta, Georgia 30305.

Article VI. Principal Office.

The street address of the initial principal office and mailing address of the Corporation are St. Luke's Healthcare Center Baymeadows, 9770 Baymeadows Road, Suite 119, Jacksonville, Florida 32256.

Article VII. Initial Director.

The name and address of the initial Director of the Corporation are Brent L. Beadling, St. Luke's Healthcare Center Baymeadows, 9770 Baymeadows Road, Suite 119, Jacksonville, Florida 32256.

IN WITNESS WHEREOF, the undersigned has executed these Articles of Incorporation.

Date: August 3, 1999

Paige Beadling
Incorporator

Having been named as registered agent and to accept service of process for the 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 further agree to comply with the provisions of all statues relating to the proper and complete performance of my duties, and I am familiar with and accept the obligations of my position as registered agent.

Date: August 3, 1999

Brent L. Beadling Registered Agent

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