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Florida Department of State

Division of Corporations
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From:

Account Name : FRANKLIN D. GREENMAN, P.A.
Account Number : 071005000567
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Fax Number : (305) 743-6523

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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FLORIDA PROFIT CORPORATION OR P.A.

David L. Parsons, D.O., P.A.

Certificate of Status	1
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FROM : GREENMAN & MANZ

FAX NO. :

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ARTICLES OF INCORPORATION
OF
DAVID L. PARSONS, D.O., P.A.

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The undersigned Incorporators to these Articles of Incorporation, hereby form a Professional Association for the practice of real estate sales pursuant to Florida Statutes, Chapter 621.

ARTICLE I - CORPORATE NAME

The name of this corporation is: DAVID L. PARSONS, D.O., P.A, and its principal place of business is 2855 Overseas Highway, Marathon, FL 33050.

ARTICLE II - PURPOSES

The purposes for which this Professional Association is organized is as follows:

- (1) To engage in the specific business of the practice of family medicine as a Professional Association;
- (2) To engage generally in the business of a family medicine corporation as the same is now or hereafter defined by statute, rule and regulation, and in connection therewith to own property, to enter into contracts, and to transact any lawful business related thereto;
- (3) To engage in such other business as may be authorized or permitted by Florida Statutes, Chapter 621.

ARTICLE III - CAPITAL STOCK

The maximum number of shares of stock that this Professional Association is authorized to issue and have outstanding at any one time is One Hundred (100) shares of common stock having a par value of One Dollar (\$1.00) per share. Shares may be issued only for a consideration having value, in the judgment of the Board of Directors, at least equivalent to the full par value of the stock to be issued. All shares issued shall be fully paid and nonassessable.

ARTICLE IV - TERM OF EXISTENCE

This Professional Association shall have perpetual existence.

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ARTICLE V - BOARD OF DIRECTORS

This Corporation shall have one director initially, the number of directors may be increased from time to time by By-Laws adopted by the stockholders, but shall never be less than one.

ARTICLE VI - INITIAL DIRECTOR

The name of the initial director of this Corporation and her street address is:

David L. Parsons
2855 Overseas Highway
Marathon, FL 33050

The person named as initial director shall hold office for the first year of existence of this Corporation or until her successor is elected or appointed and has qualified, whichever occurs first.

ARTICLE VII - INITIAL DIRECTOR

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

David L. Parsons
2855 Overseas Highway
Marathon, FL 33050

ARTICLE VIII - CONFLICT OF INTEREST

No contract between this Professional Association and another corporation or another individual shall be invalidated by reason of the fact that one or more of the officers or directors of this Professional Association are officers or directors of the said other corporation, or by reason of the fact that one or more of the officers or directors of this Professional Association may be the other individual or individuals contracting with this Association.

ARTICLE IX - AMENDMENT

These Articles of Incorporation may be amended in the manner provided by law. Every amendment shall be approved by the Board of Directors, proposed by them to the stockholders, and approved at a stockholders' meeting by at least a majority of the stockholders entitled to vote thereon, unless all of the directors and all of the stockholders sign a written statement manifesting their intention that a

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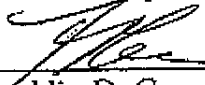
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certain amendment of these articles of Incorporation be made.


ARTICLE X - REGISTERED AGENT AND INITIAL REGISTERED OFFICE

The Registered Agent of this Professional Association is Franklin D. Greenman and the street address of the initial Registered Office in the State of Florida is 5800 Overseas Highway, Suite 40, Marathon, Florida 33050. The Board of Directors may, from time to time, move the Registered Office to any other address in the State of Florida.

Having been made initial registered Agent to accept service of process of the corporation at the initial registered office designated in these Articles of Incorporation, I hereby accept such status and consent to act in this capacity and agree to comply with all the requirements of the law pertaining thereto.


Franklin D. Greenman, Registered Agent

IN WITNESS WHEREOF, the undersigned has made and subscribed to the Articles of Incorporation on this 3rd day of August, 1999.

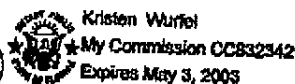

David L. Parsons

STATE OF FLORIDA)
COUNTY OF MONROE)

BEFORE ME, an officer duly authorized in the State aforesaid and in the County aforesaid, to take acknowledgments personally appeared David L. Parsons, who is personally known to me or who has produced Personally known identification and who (did) (did not) take an oath and who executed the foregoing Articles of Incorporation, and they acknowledged before me that they executed the same for the purposes therein expressed.

WITNESS my hand and official seal in the County and State aforesaid, this 6th day of August, 1999.


Notary Public, State of Florida
My Commission Expires:



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