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Law Office of
JOSHUA D. BASH, ESQ.
SUITE 304 AVENTURA CORPORATE CENTER
20801 BISCAYNE BOULEVARD
MIAMI, FLORIDA 33180-1422

JOSHUA D. BASH
JACK M. BASH
(1917-1982)

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August 11, 1999

Secretary of State
Division of Corporations
P.O.B. 6327
Tallahassee, FL. 32314

FILED
99 AUG 13 PM 3:06
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Re: CONSULTATIVE NEUROLOGY, P.A.

500002959095--2
-08/13/99--01049--001
*****122.50 *****78.75

Dear Sir/Madam:

Enclosed please find my check in the sum of \$122.50 and an original and one copy of the Articles of Incorporation for the filing fee and a certified copy of the Articles of Incorporation for the above-named Professional Corporation.

Please return a certified copy of the Articles of Incorporation to the undersigned.

Please call if you have any questions with regards hereto.

Thank you for your anticipated cooperation herein.

Very truly yours,

JOSHUA D. BASH, ESQ.

JDB/hs
Enclosures

BH 8/18/99

ARTICLES OF INCORPORATION

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OF

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CONSULTATIVE NEUROLOGY, P.A.

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The undersigned, the subscriber to these Articles of Incorporation, RAUL GROSZ, is duly licensed to render services as such under the laws of the State of Florida, hereby enter into and execute these Articles of Incorporation for the purpose of forming a professional corporation under the Professional Service Corporation Act, Chapter 621 of the Florida Statutes.

ARTICLE I

Name of Corporation

The name of the corporation shall be CONSULTATIVE NEUROLOGY, P.A.

ARTICLE II

Principal Office

The principal place of business and mailing address of the corporation shall be 21150 Biscayne Blvd., Suite 201, Aventura, Florida 33180.

ARTICLE III

Purpose

The purpose for which the corporation is organized is to engage in every phase and aspect of the business of rendering the same professional services to the public that neurologists, duly licensed under the laws of the State of Florida, are authorized to render, and such professional services shall be rendered only through officers, employees and agents who are duly licensed under the laws of the State of Florida to practice such profession. It is hereby expressly provided that the foregoing enumeration of a specific purpose shall not be held to limit or restrict in any manner the Purpose of this corporation otherwise permitted by law.

ARTICLE IV

Capital Stock

The authorized capital stock, the par value thereof, and the class of such stock shall be as follows:

<u>NUMBER OF SHARES AUTHORIZED</u>	<u>PAR VALUE PER SHARE</u>	<u>CLASS OF STOCK</u>
100	\$5 Dollar	Voting Common

ARTICLE V

Preemptive Rights

Every shareholder, upon the sale for cash of any new stock of this Corporation of the same kind, class or series as that which he already holds, shall have the right to purchase his pro rata share thereof (as nearly as may be done without issuance of fractional shares) at the price at which it is offered to others.

ARTICLE VI

Initial Registered Office and Agent

The street address of the initial registered office of this corporation is 21150 Biscayne Blvd., Aventura, FL. 33180 and the name of the initial registered agent of this Corporation at that address is RAUL GROSZ.

ARTICLE VII

Directors

The name and address of the initial directors of this Corporation are:

<u>NAME</u>	<u>ADDRESS</u>
RAUL GROSZ	21150 Biscayne Blvd. Aventura, FL. 33180

The number of directors may be either increased or diminished from time to time by the By-Laws but shall never be less than one.

ARTICLE VIII

Incorporator

The name and post office address of the incorporator of these Articles of Incorporation, who is a neurologist, duly licensed under the laws of the State of Florida to render such services as such, is:

<u>NAME</u>	<u>ADDRESS</u>
RAUL GROSZ	21150 Biscayne Blvd. Aventura, FL. 33180

ARTICLE IX

By-Laws

The power to adopt, alter, amend or repeal By-Laws shall be vested in the Board of Directors and the shareholders.

ARTICLE X

Indemnification

The Corporation shall indemnify, or advance expense to, to the fullest extent authorized or permitted by the Florida General Corporation Act, any person made, or threatened to be made, a party to any action, suit or proceeding by reason of the fact that he (i) is or was a director of the Corporation; (ii) is or was serving at the request of the Corporation as a director of another corporation; (iii) is or was an officer of the Corporation, provided that he is or was at the time a director of the Corporation; or (iv) is or was serving at the request of the Corporation as an officer of another corporation, provided that he is or was at the time a director of the Corporation; and further provided that, in all cases, such person acted in good faith and in a manner in which he or she reasonably believed to be in, or not opposed to, the best interests of the Corporation. The foregoing is subject to and shall not limited any rights granted to the Corporation by the Florida General Corporation Act.

ARTICLE XI

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Amendment

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This corporation reserves the right to amend or repeal any provisions contained in these Articles of Incorporation, or any amendment thereto, and any right conferred upon the shareholders is subject to this reservation.

IN WITNESS WHEREOF, the undersigned Incorporator/Subscriber have executed these Articles of Incorporation this 11 day of August, 1999.

RAUL GROSZ
Incorporator/Subscriber

Having been named as Registered Agent and to accept service of process for the above stated corporation at the place designated in this certificate, 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 statutes 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.

Dated: August 11, 1999

Registered Agent

STATE OF FLORIDA)

) SS:

COUNTY OF DADE)

The foregoing Articles of Incorporation were acknowledged before me this _____ day of August, 1999, by RAUL GROSZ, as Incorporator/Subscriber and by RAUL GROSZ, as Registered Agent.

NOTARY PUBLIC, State of Florida

My Commission Expires:



Joshua D. Bash
MY COMMISSION # CC709984 EXPIRES
January 21, 2002
BONDED THROUGH FARM INSURANCE, INC.