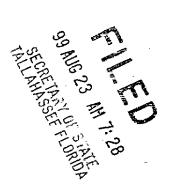
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ARTICLES OF INCORPORATION

OF

DARTMOUTH PARTNERS, INC.



In compliance with the requirements of the Florida Business Corporation Act, as amended, the Undersigned, desiring to be incorporated as a business, hereby certifies that:

- 1. The name of the corporation is: Dartmouth Partners, Inc.
- 2. The address of its initial principal office is c/o PhyTrust, Ltd., 1204 N. University Drive, Plantation, Florida 33322.
- 3. The total number of shares of stock which the corporation shall have the authority to issue is One Thousand (1,000) shares of Common Stock, par value One Cent (\$0.01) per share.
- 4. The address of its initial registered office in the State of Florida is: c/o PhyTrust, Ltd., 1204 N. University Drive, Plantation, Florida 33322. The name of its initial registered agent at such office is Neil A. Natkow.
 - 5. The name and mailing address of the incorporator is:

Brian P. Rothenberg, Esq. Stradley, Ronon, Stevens & Young, LLP 2600 One Commerce Square Philadelphia, PA 19103-7098

The Undersigned has executed these Articles of Incorporation as of this 19th day of August, 1999.

Brigh P. Rothenberg, Esq.

Incorporator

Neil A. Natkow is familiar with and accepts the obligations of the position of registered agent of Dartmouth Partners, Inc. as provided for in section 607.0505 of the Florida Business Corporation Act, and hereby accepts his appointment to such position.

Date: August 19, 1999

Neil A. Natkow, D.O.

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