

ARTICLES OF INCORPORATION

OF

Hector Luis Fernandez, MD, PA

The undersigned, acting as Incorporator of a Florida professional service corporation ("Corporation") under the Professional Service Corporation Act, Chapter 621 of the Florida Statutes, and other laws of the State of Florida, hereby causes to be delivered the following Articles of Incorporation for such Corporation:

ARTICLE I
NAME

The name of the Corporation is:

Hector Luis Fernandez, MD, PA

ARTICLE II
ADDRESS

The mailing address of the Corporation is:

**8930 SW 83rd Street
Miami, Florida 33173**

ARTICLE III
COMMENCEMENT OF CORPORATE EXISTENCE

The corporate existence shall begin on the date these Articles of Incorporation are filed with the Department of State.

ARTICLE IV
PURPOSE

The Corporation is organized for the purpose of engaging in the business of rendering professional medical services in the State of Florida by and through the Corporation's officers, employees and agents, as those terms are used in Section 621.06 (or successor legislation), Florida Statutes, who are duly licensed or otherwise legally authorized to practice medicine in the State of Florida, and transacting any and all other lawful business that the Corporation may engage in under Chapter 621, Florida Statutes, as may be amended from time to time, including investing the funds of the Corporation in real estate, mortgages, stocks, bonds, or any other type of investment, or owning real or personal property necessary for the rendering of said professional medical services.

ARTICLE V

FILED
99 AUG 26 AM 10:39
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

CAPITAL STOCK

The Corporation is authorized to issue Ten Thousand (10,000) shares of Common Stock having a par value of One Dollar (\$1.00) per share.

ARTICLE VI LIMITATION ON OWNERSHIP OF STOCK

No stock of this Corporation shall be issued to anyone other than an individual who is a physician duly licensed to practice medicine in the State of Florida.

ARTICLE VII DISQUALIFICATION OF SHAREHOLDER OR EMPLOYEE

If any officer, shareholder, agent or employee of this Corporation, who has been rendering professional medical services to the public, becomes legally disqualified to practice medicine in the State of Florida or accepts employment that, pursuant to existing law, places restrictions or limitations upon his continuing rendering of such professional medical services, he shall sever all employment with, and financial interest in, this Corporation forthwith.

ARTICLE VIII INITIAL BOARD OF DIRECTORS

The Corporation shall initially have one (1) director(s) to hold office until the first annual meeting of shareholders and (his/her/their) successor(s) shall have been duly elected and qualified, or until (his/her/their) earlier resignation, removal from office or death. The number of directors may be either increased or decreased from time to time in accordance with the Bylaws of the Corporation.

The name(s) and address(es) of the initial director(s) of the Corporation are as follows:

Hector Luis Fernandez, MD
8930 SW 83rd Street
Miami, Florida 33173

ARTICLE IX INCORPORATOR

The name and address of the Incorporator is (are):

Hector Luis Fernandez, MD
8930 SW 83rd Street
Miami, Florida 33173

ARTICLE X

INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial registered office of the Corporation is:

**8930 Sw 83rd Street
Miami, Florida 33173**

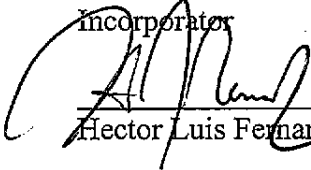
and the name of the initial Registered Agent of the Corporation at that address is:

Hector Luis Fernandez, MD

**ARTICLE XI
AMENDMENTS**

The power to amend these Articles of Incorporation in accordance with law is reserved to the shareholders. Any right conferred upon any shareholder by these Articles of Incorporation is subject to this reservation.

IN WITNESS WHEREOF, the undersigned Incorporator has executed these Articles of Incorporation this 20 day of August, 1999.

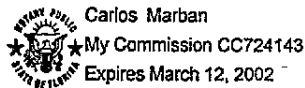
Incorporator

Hector Luis Fernandez, MD


STATE OF FLORIDA)
) ss:
COUNTY OF BROWARD)

Sworn to and subscribed before me this 23 day of AUGUST, 1999, by

- Personally known to me; or
- Produced Identification; Type of Identification produced _____.

NOTARY PUBLIC:



Sign: 
Print Name: CARLOS MARBAN
Commission No.: CC724143
My Commission Expires: 03-12-02

ACCEPTANCE OF DESIGNATION AS REGISTERED AGENT

I hereby accept the appointment as the initial Registered Agent of:

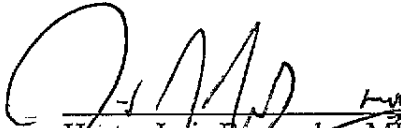
Hector Luis Fernandez, MD, PA

as made in the foregoing Articles of Incorporation, and agree to act in such 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 initial Registered Agent of:

Hector Luis Fernandez, MD, PA

Date: 8-20-99



Hector Luis Fernandez, MD
8930 SW 83rd Street
Miami, Florida 33173

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